

MARVEL

ULTIMATE SPIDER-MAN®

VOL
13



HOBGOBLIN™

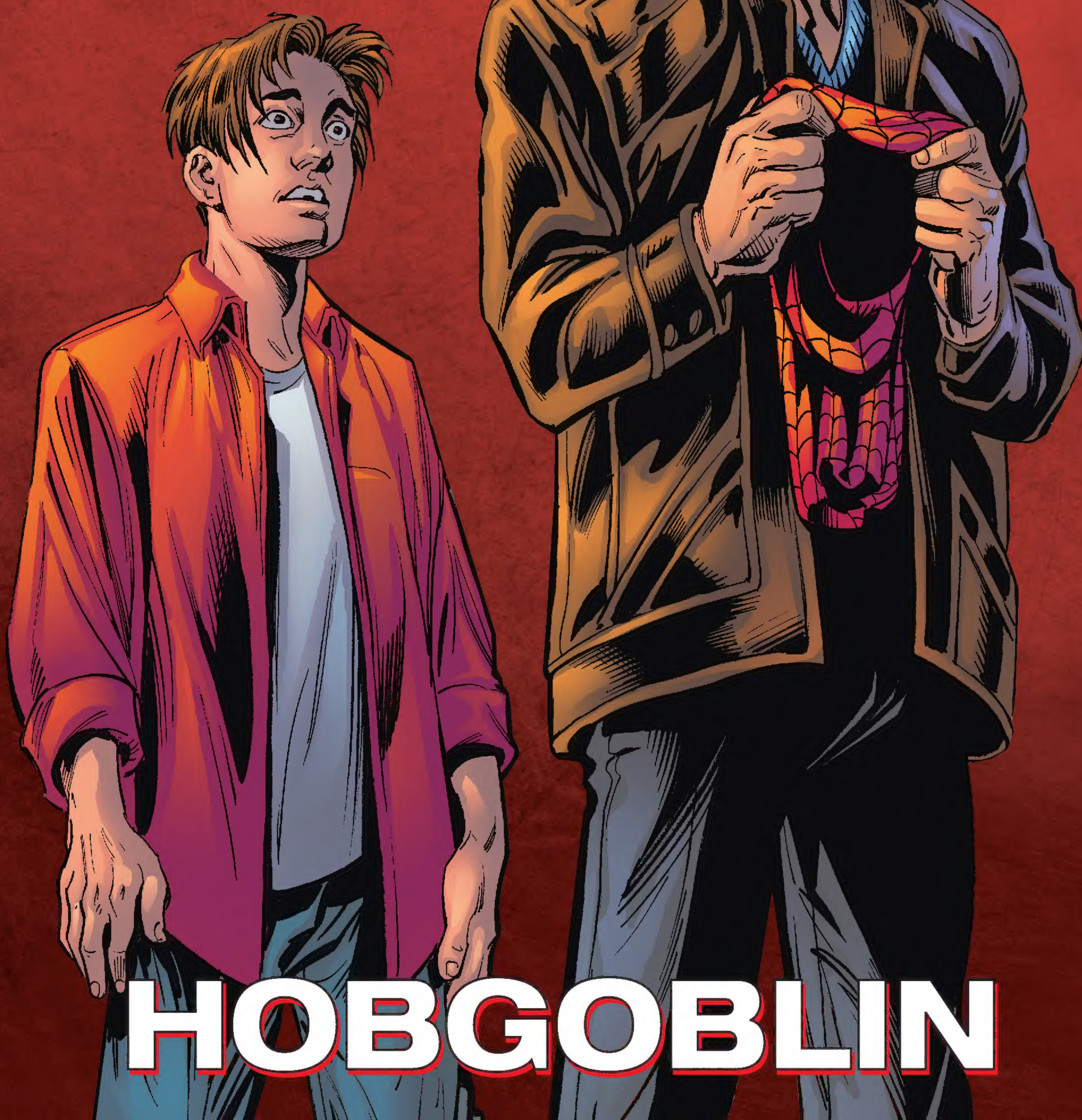
3704
ISANOVE

The background of the entire image is a comic book illustration. It depicts the Hobgoblin, a character with a large, bat-like head and a body covered in orange and black scales. He is shown in a dynamic, aggressive pose, with his mouth open as if roaring or shouting. Bright orange and yellow flames are erupting from his mouth and chest area. The character's eyes are glowing yellow. The overall color palette is dominated by reds, oranges, and yellows, creating a sense of fire and intensity. At the top, the words "ULTIMATE SPIDER-MAN" are written in a stylized font. At the bottom, the word "HOBGOBLIN" is written in a bold, blocky font.

ULTIMATE SPIDER-MAN

HOBGOBLIN

ULTIMATE SPIDER-MAN



HOBGOBLIN

writer
**BRIAN MICHAEL
BENDIS**

pencils
MARK BAGLEY

inks
SCOTT HANNA

colors
J.D. SMITH

letters
CHRIS ELIOPOULOS

covers by
**MARK BAGLEY &
RICHARD ISANOVE**

assistant editors
JOHN BARBER & NICOLE WILEY

associate editor
NICK LOWE

editor
RALPH MACCHIO

collections editor
JENNIFER GRUNWALD

senior editor, special projects
JEFF YOUNGQUIST

director of sales
DAVID GABRIEL

production
LORETTA KROL

book designer
JEOP VITA

creative director
TOM MARVELLI

digital manager/production
TIM SMITH 3

digital production
JACKELINE TEJADA

editor in chief
C.B. CEBULSKI

chief creative officer
JOE QUESADA

president
DAN BUCKLEY

executive producer
ALAN FINE

PREVIOUSLY IN ULTIMATE SPIDER-MAN ...

Recent battles with villains Carnage and Nightmare have put Peter in an awful mental state, especially since the death of his friend Gwen Stacy at the hands of Carnage. He is doubting his role as Spider-Man and is unable to communicate with his girlfriend and confidante, Mary Jane Watson.

Norman Osborn, the father of Peter's best friend, Harry, was developing a wonder drug called Oz. Testing of the mystery drug created the genetically altered spider that accidentally created Spider-Man.

In an attempt to repeat the process on himself, Osborn destroyed his life. He mutated himself into a hulking goblin figure. Driven mad by the mutation, he set out to erase any memory of his existence. He killed his wife and attempted to kill his own son.

In fact, one of Spider-Man's first tests of mettle was fighting the mysterious Goblin.

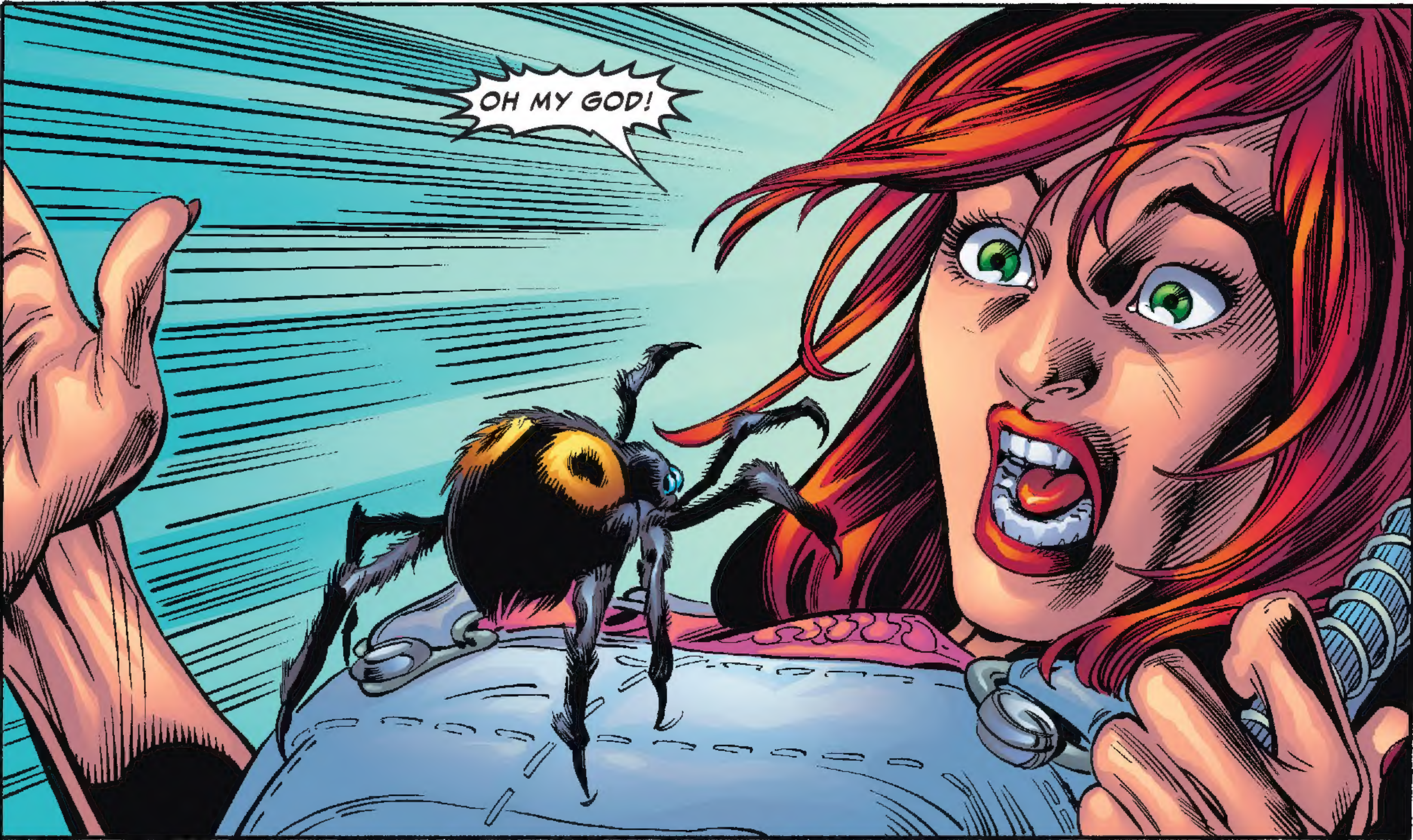
Harry Osborn has been witness to all of his father's shocking and violent Goblin outbursts. Norman Osborn recently escaped from S.H.I.E.L.D. custody and tried to use Peter as part of a commando brigade against the White House. Nick Fury led the Ultimates and Spider-Man to a successful defeat of Osborn, but was forced to use Harry Osborn as a decoy.

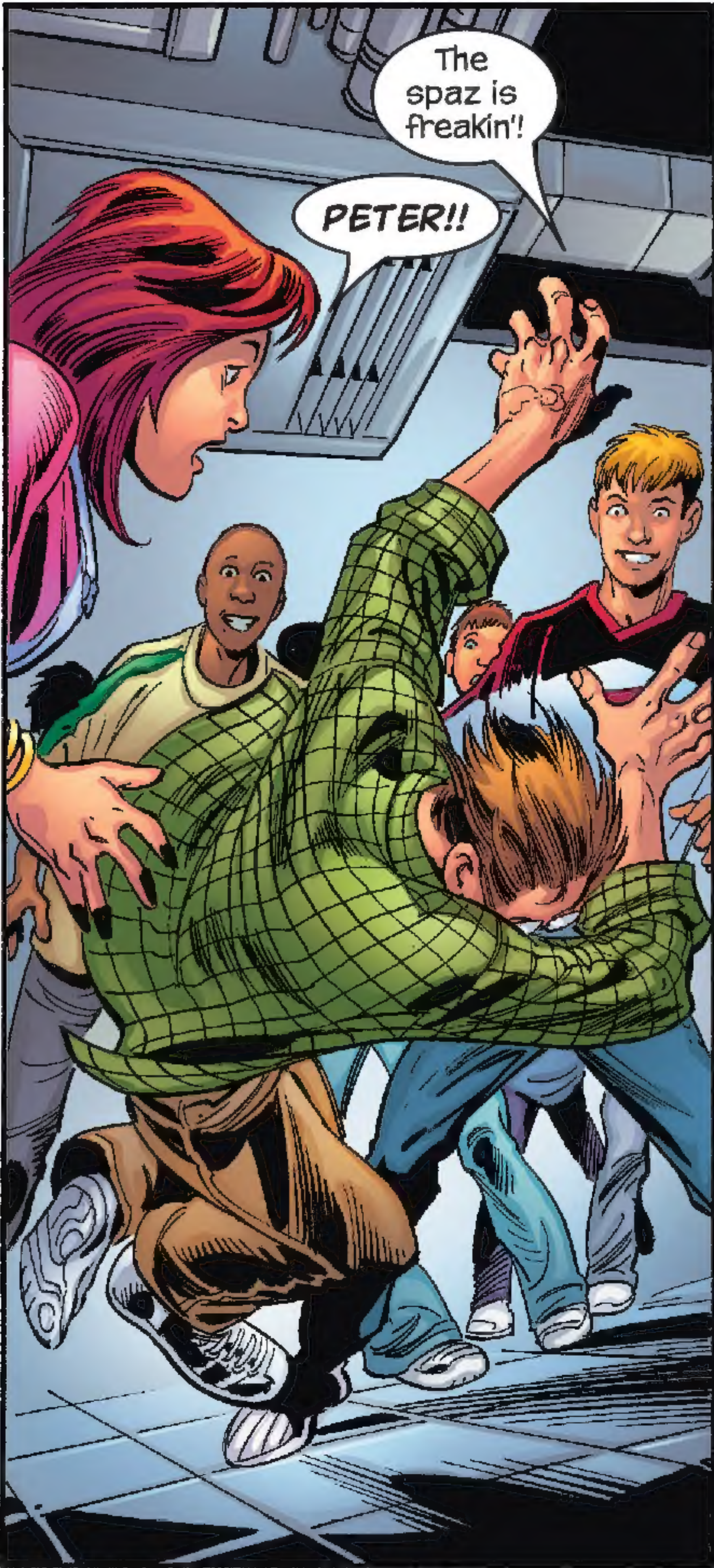
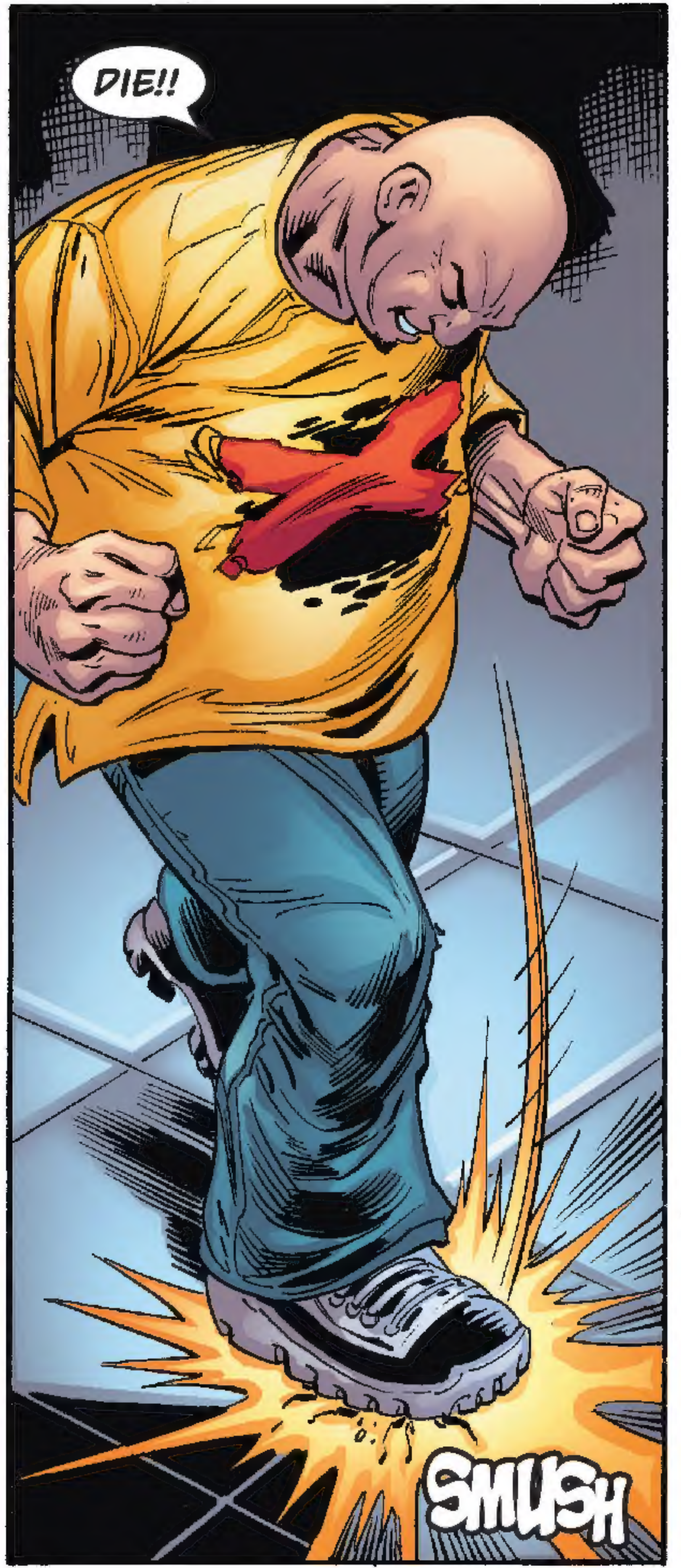
A dumbstruck Harry witnessed the violent defeat of his father. Peter tried to comfort his old friend. The only words Harry could mutter were: "I'll kill you all."

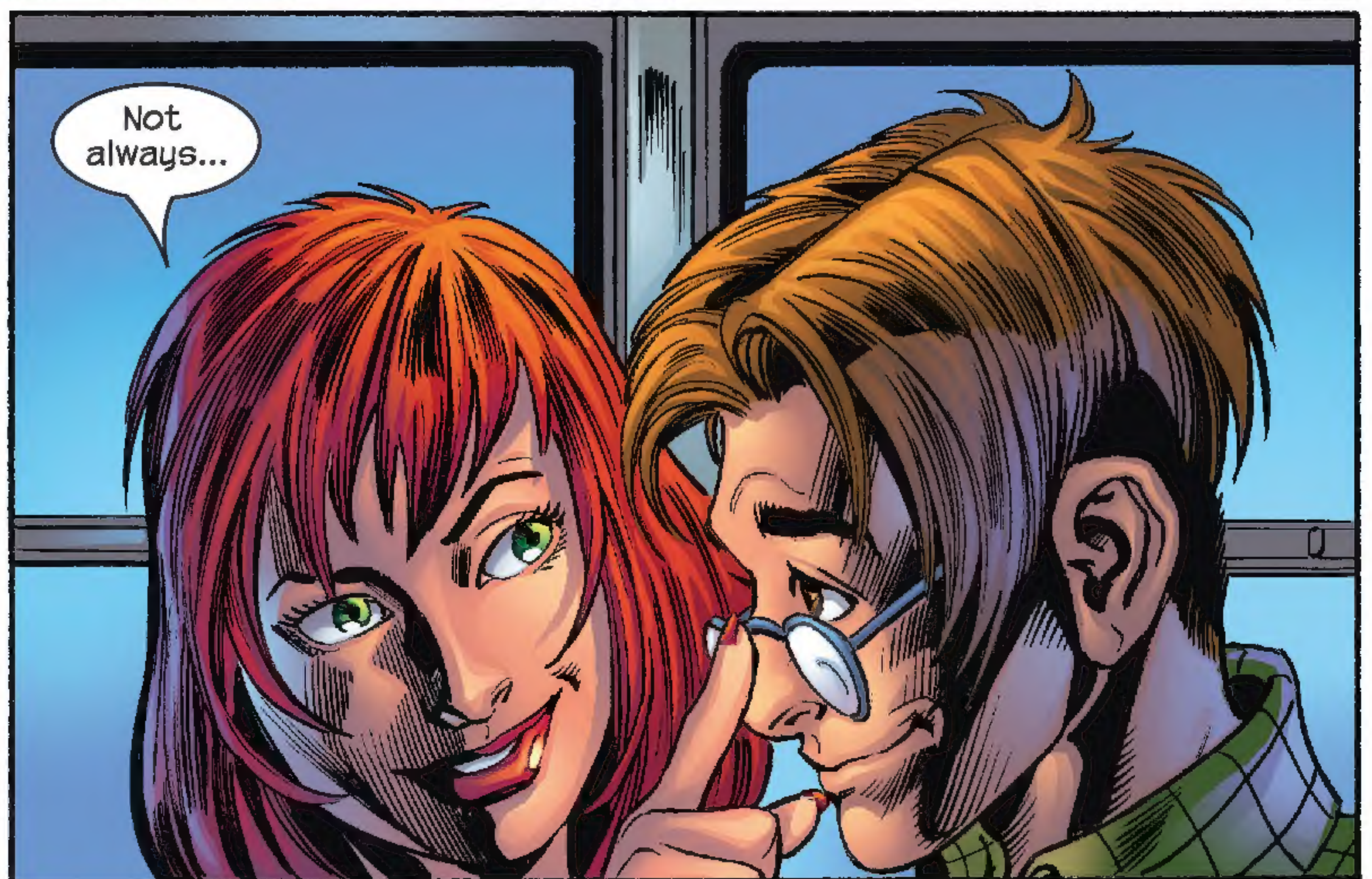
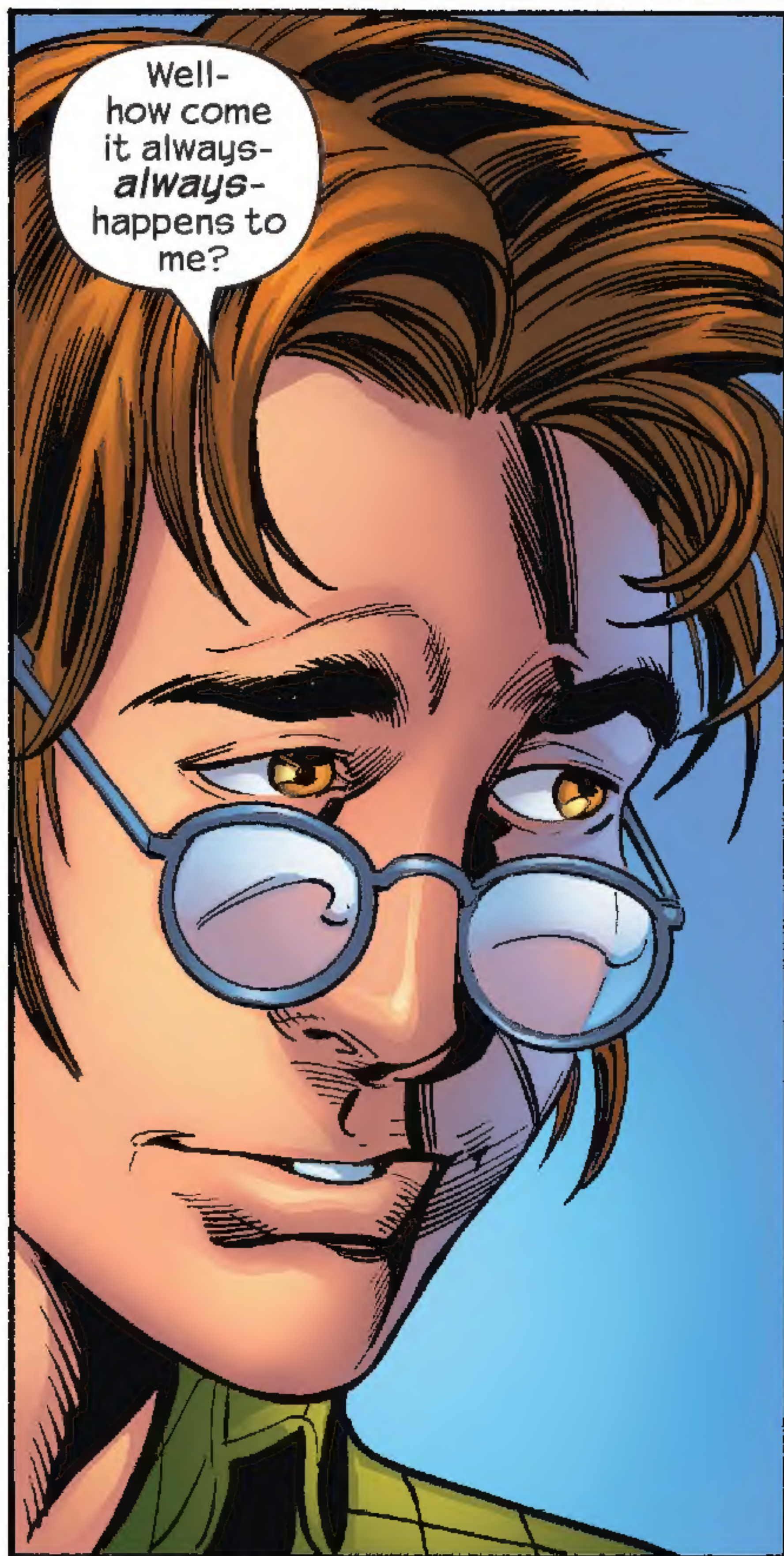
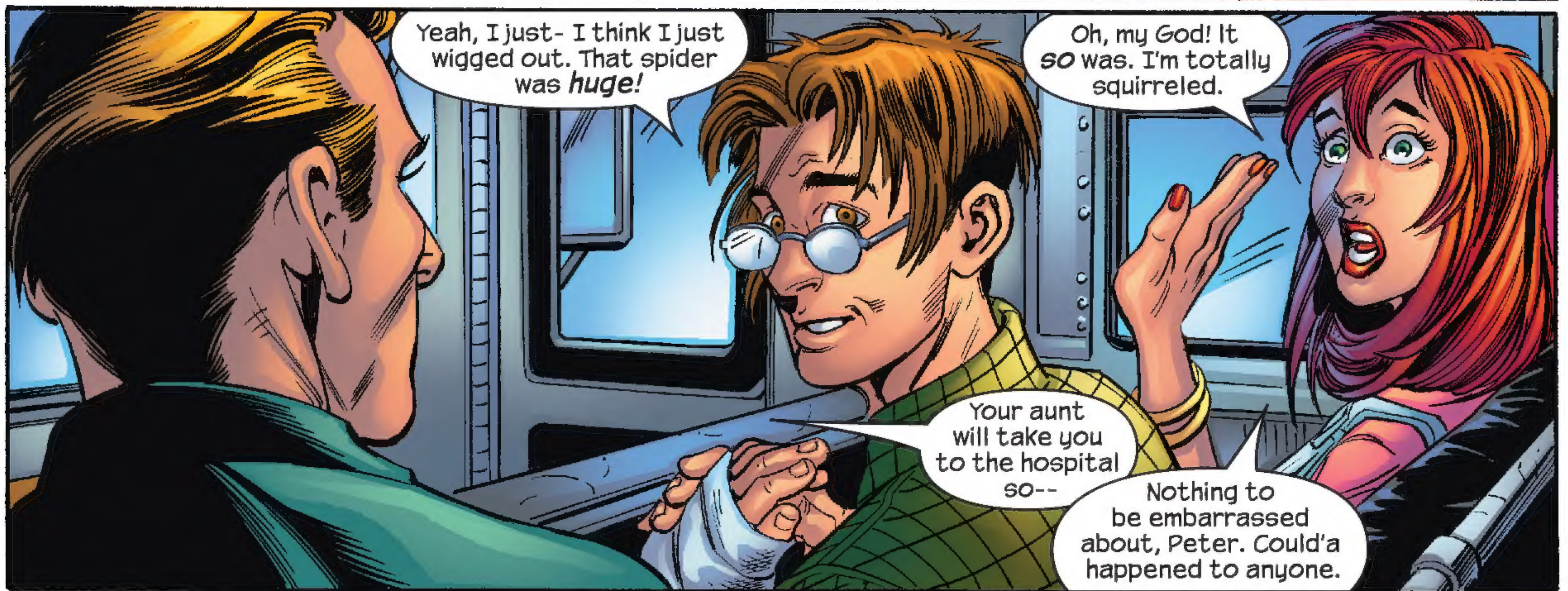
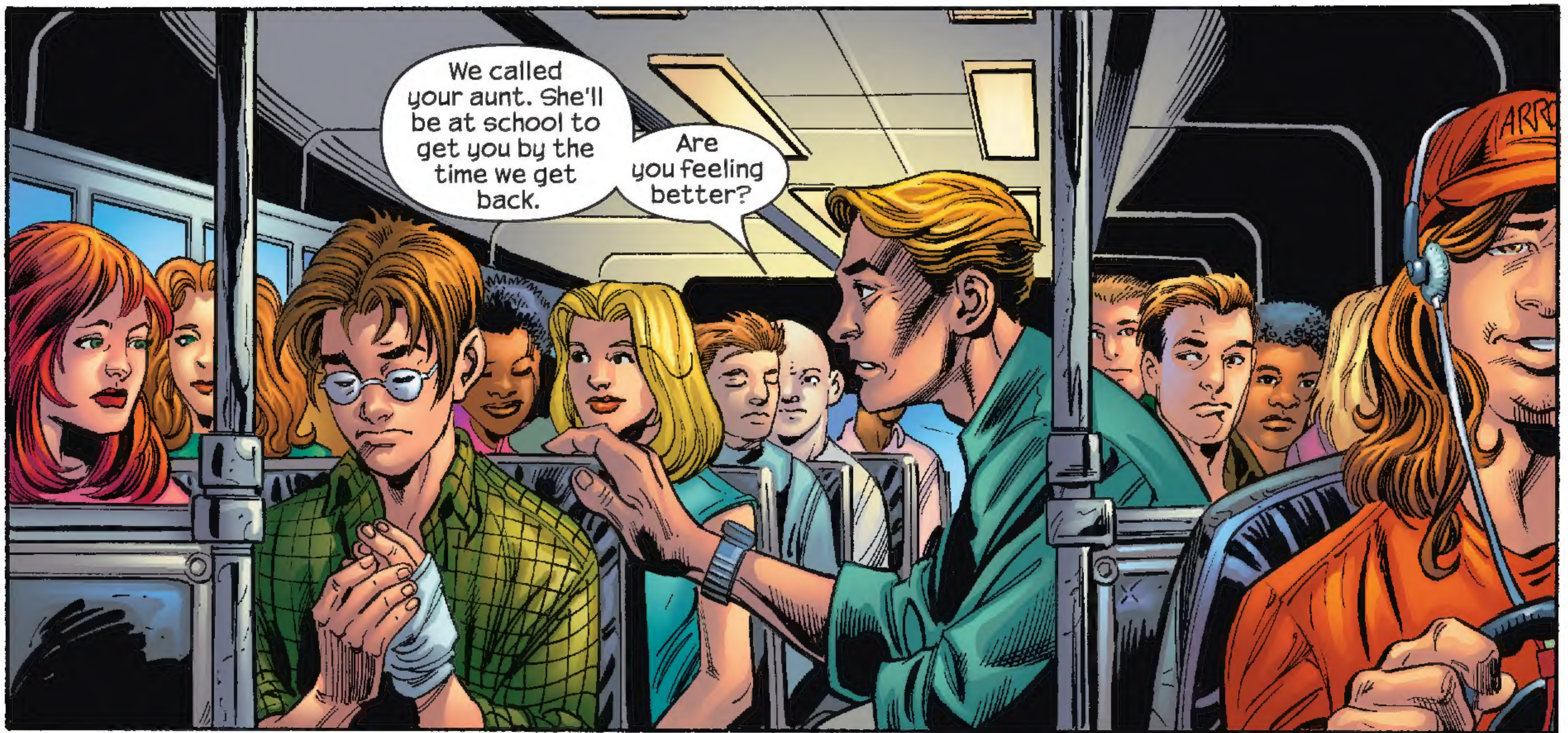
That was the last time Peter, or anyone, saw Harry.

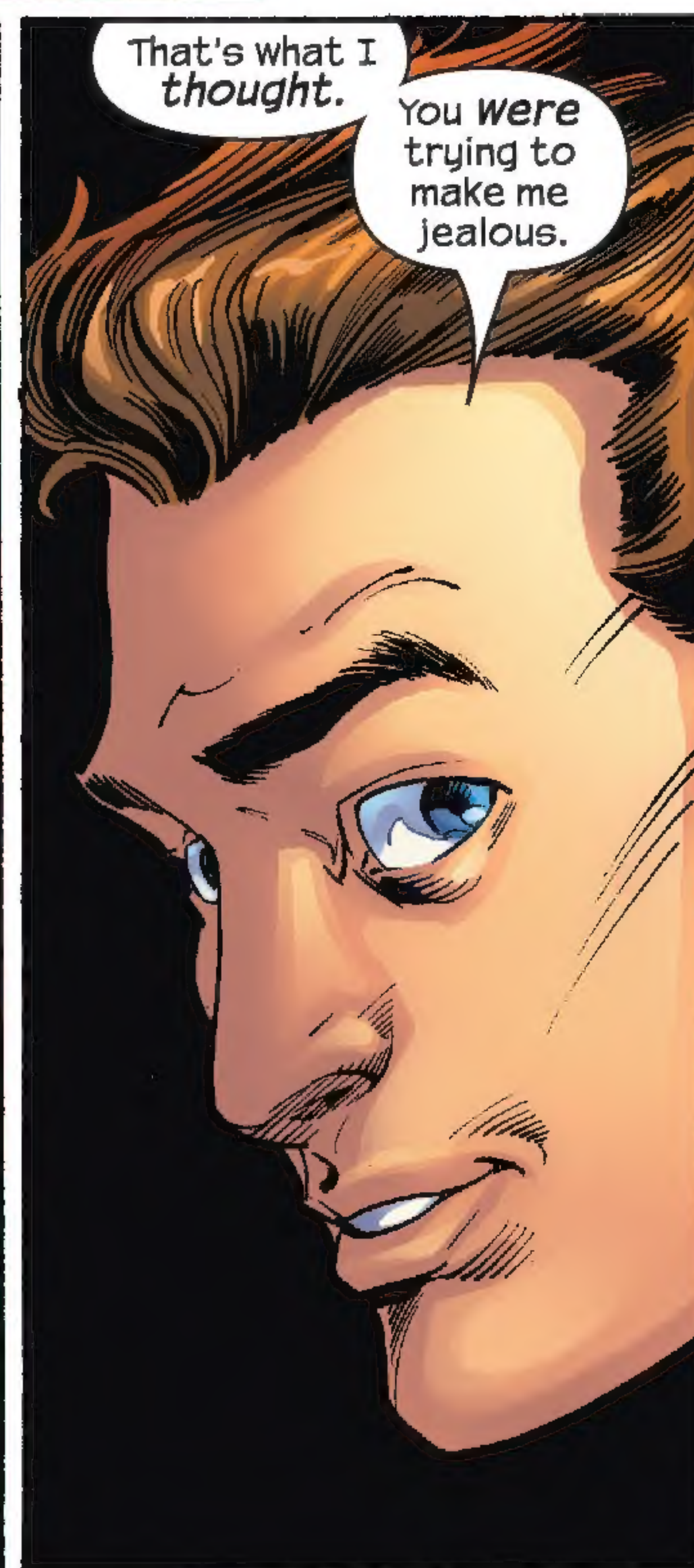
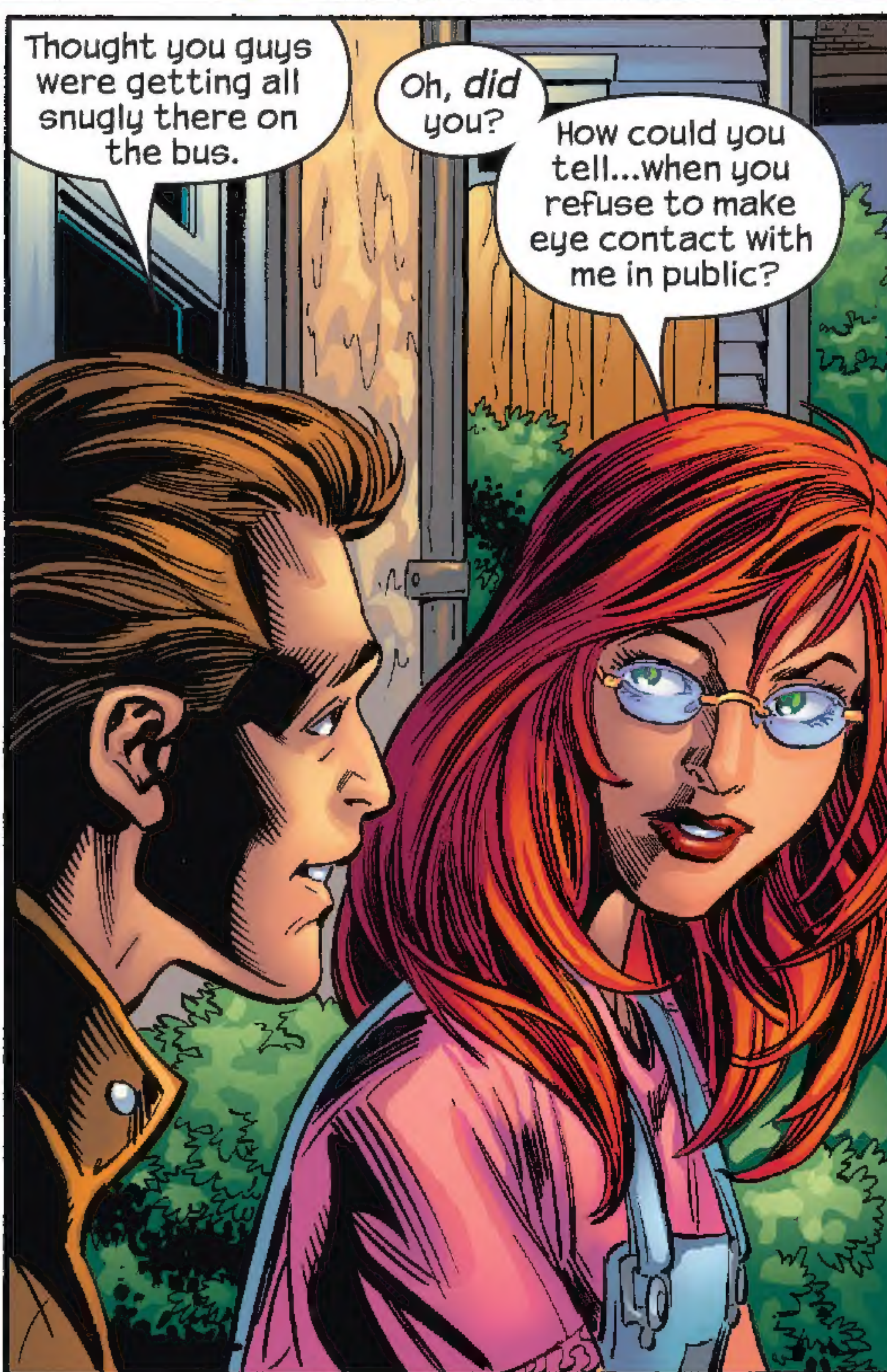
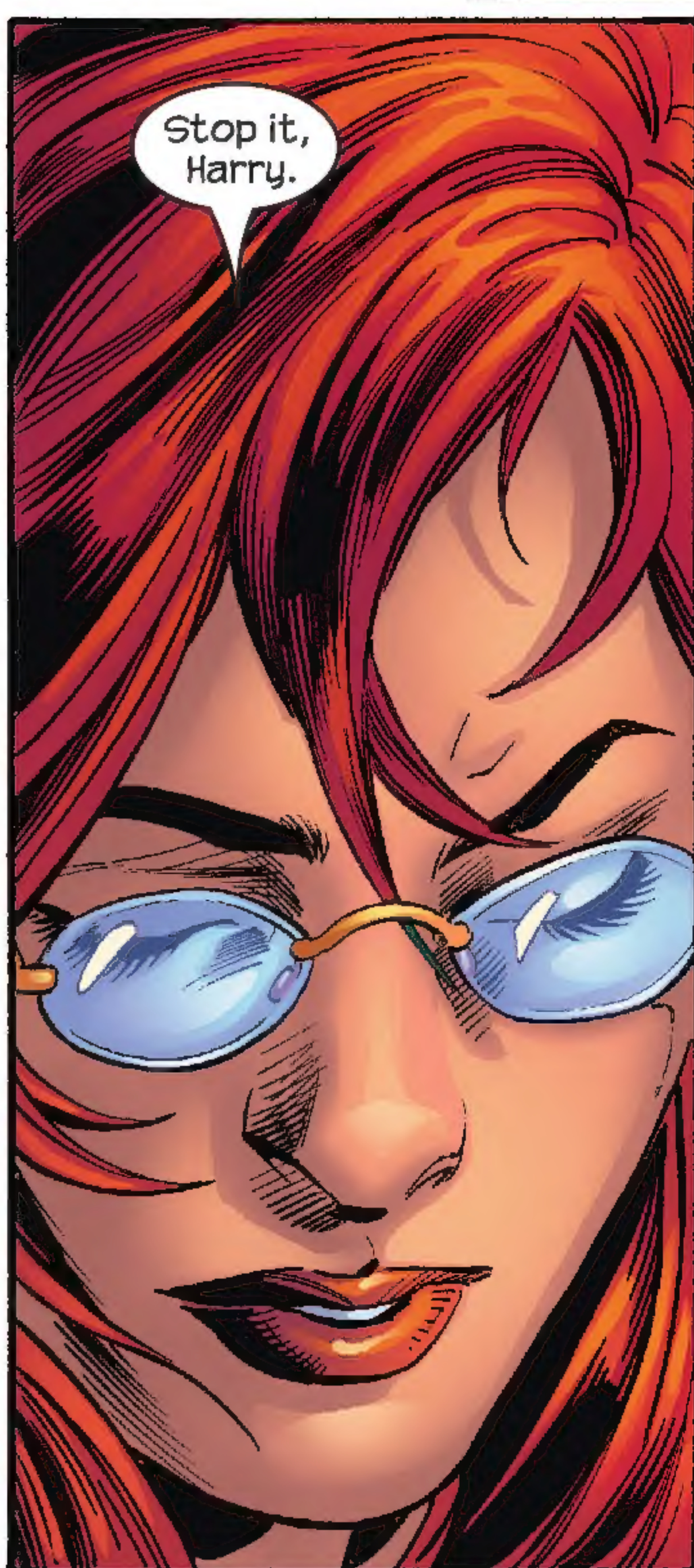
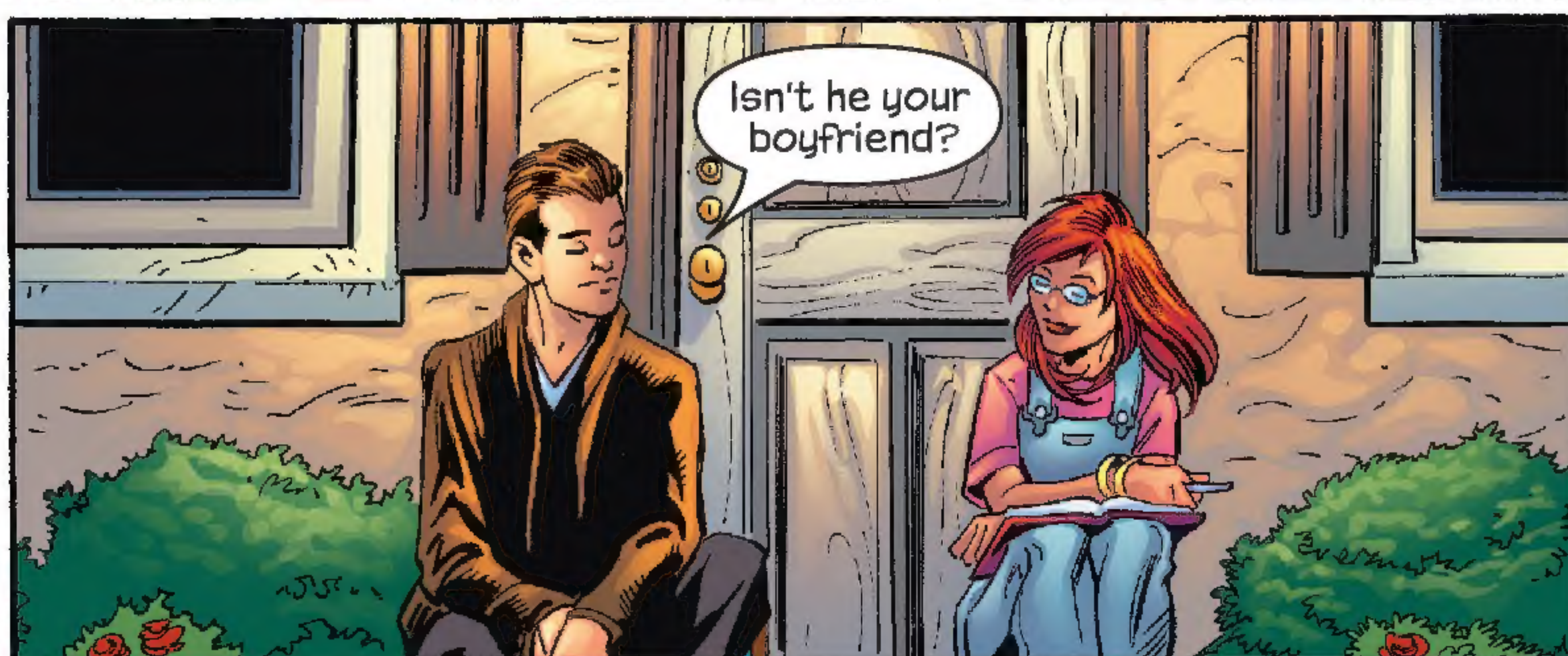
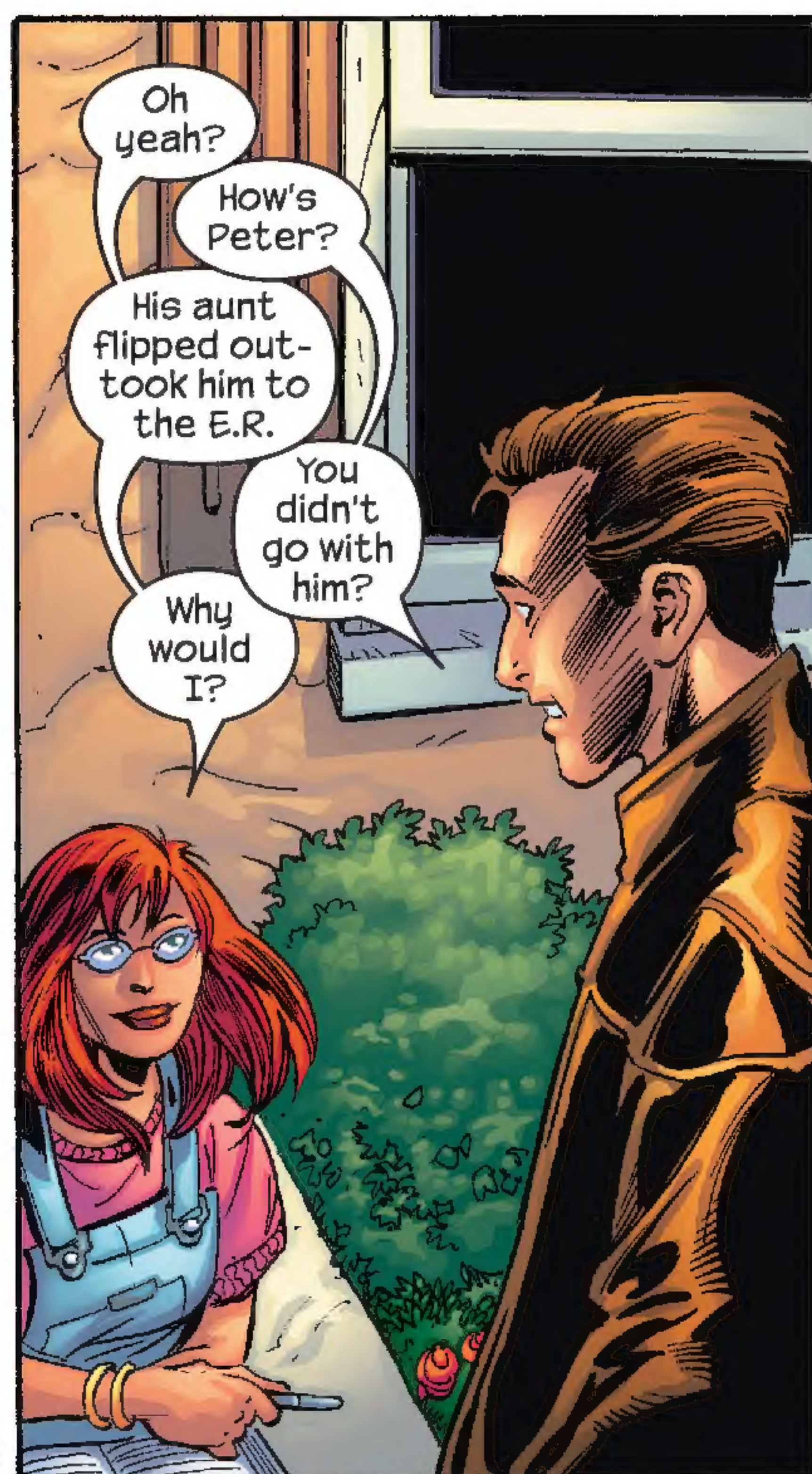
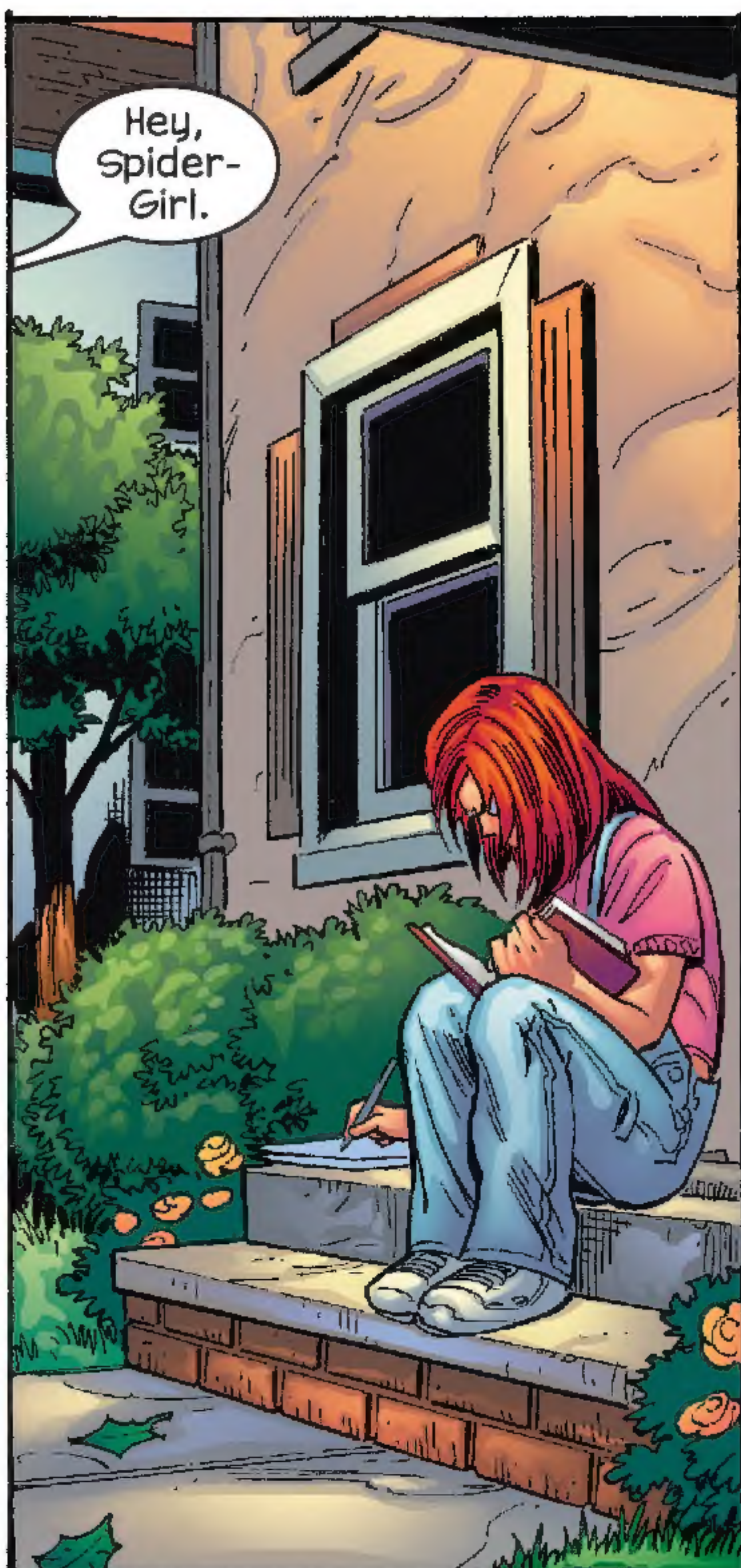
© 2019 MARVEL. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

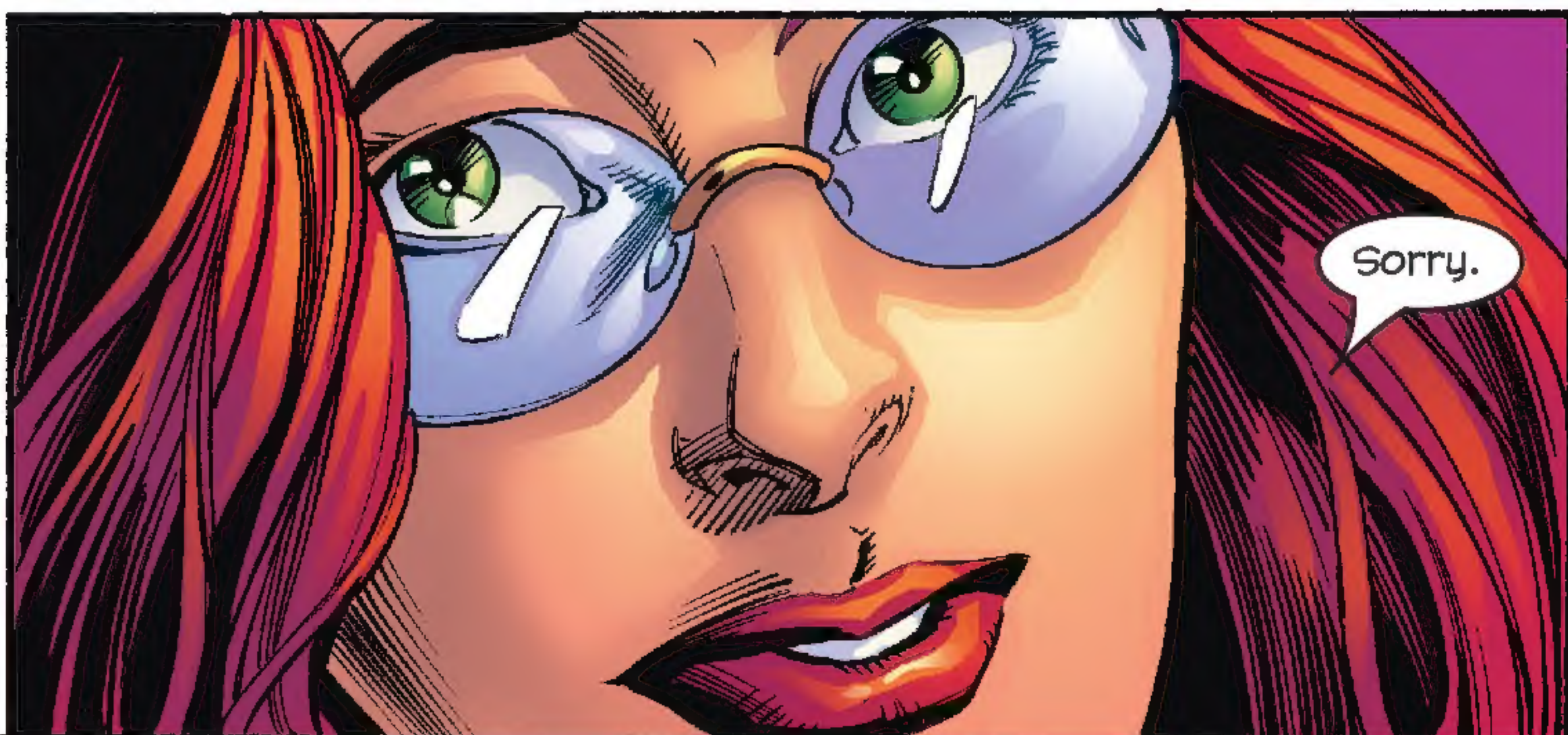
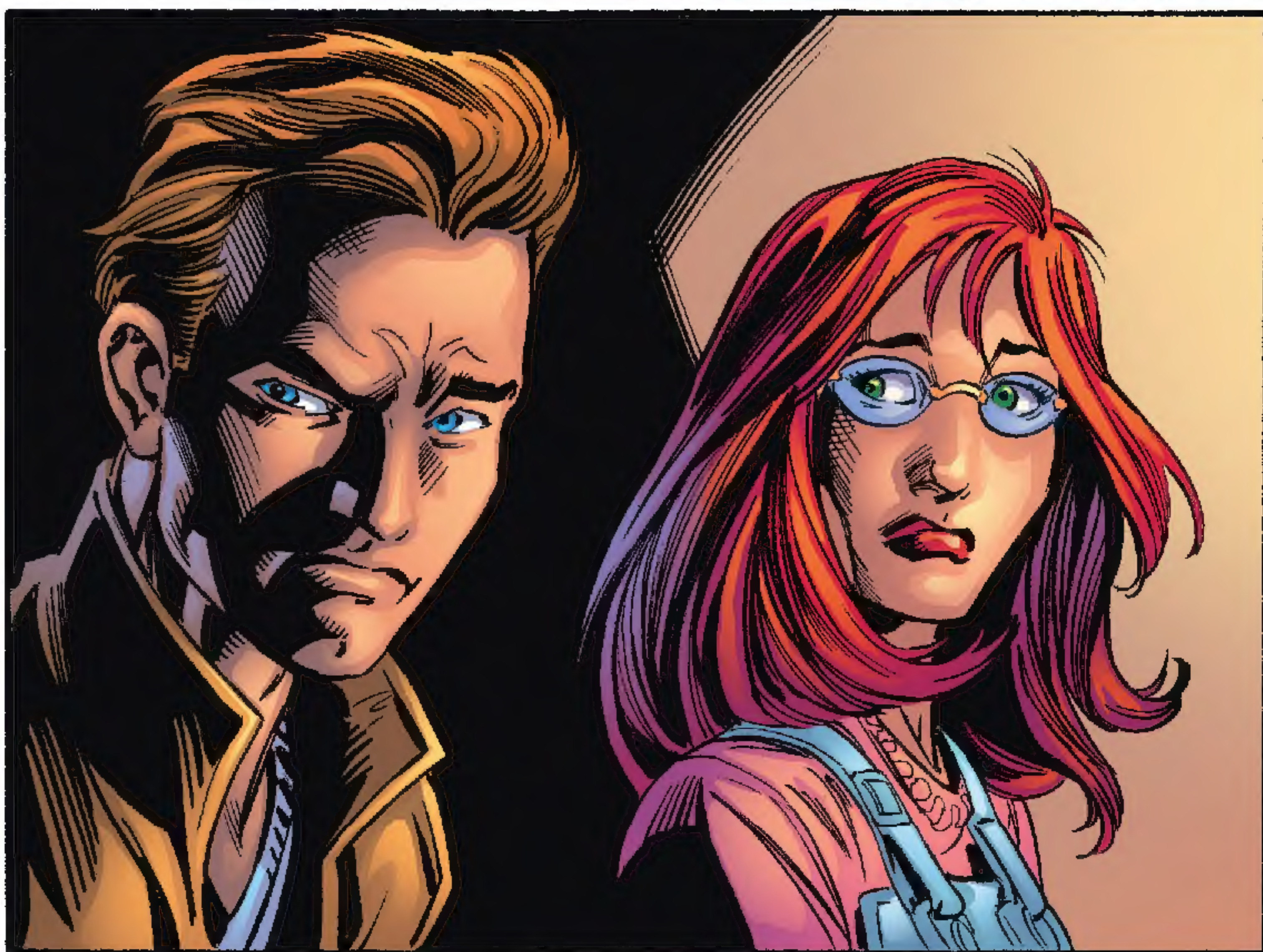
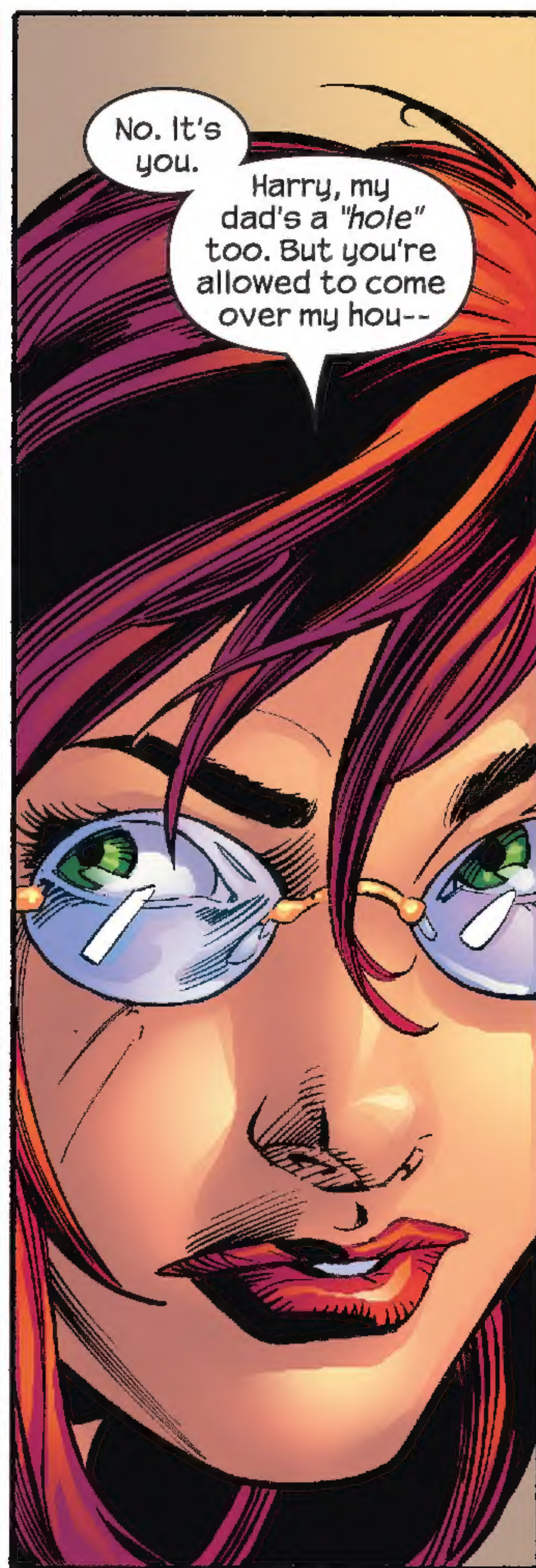


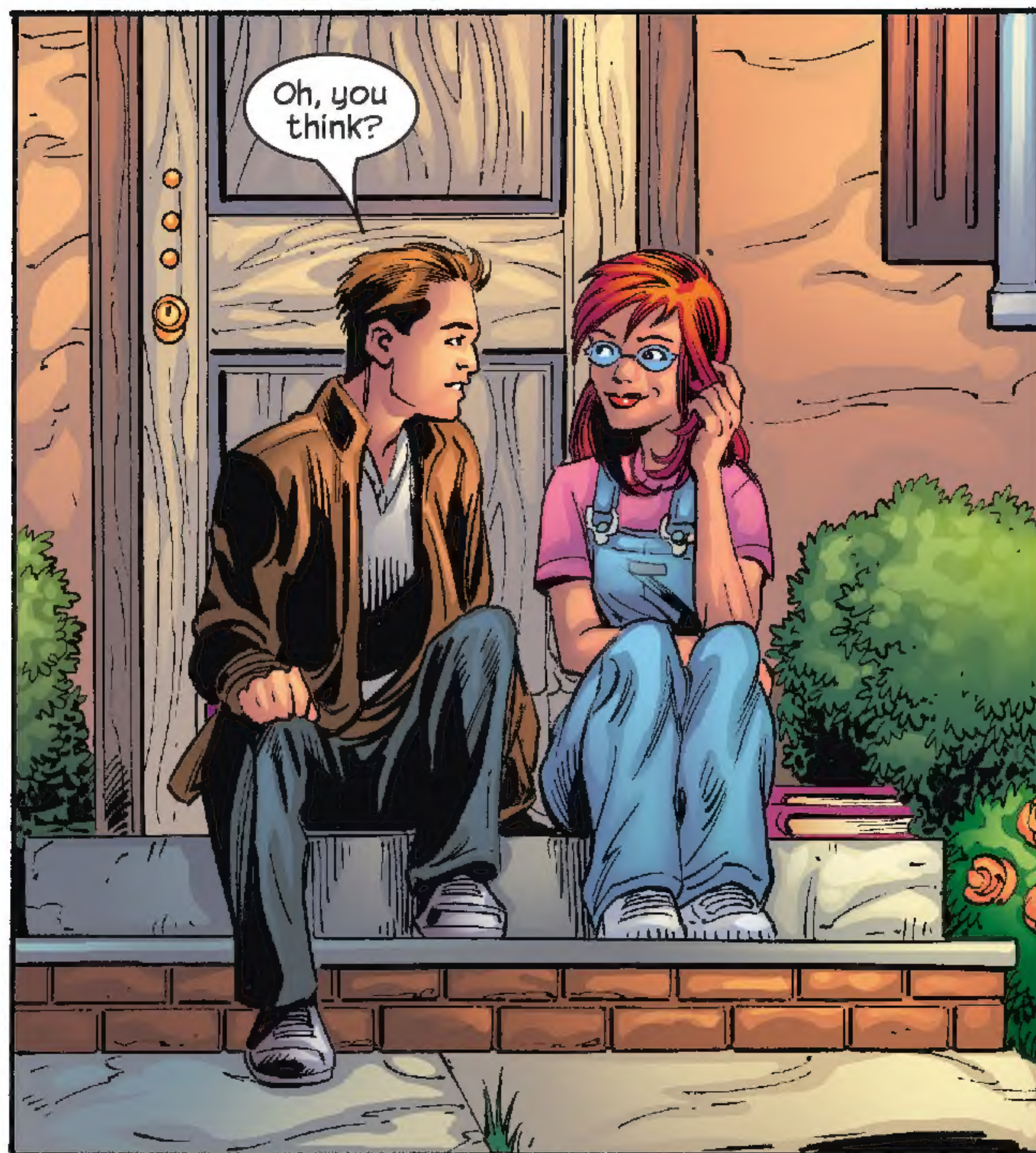
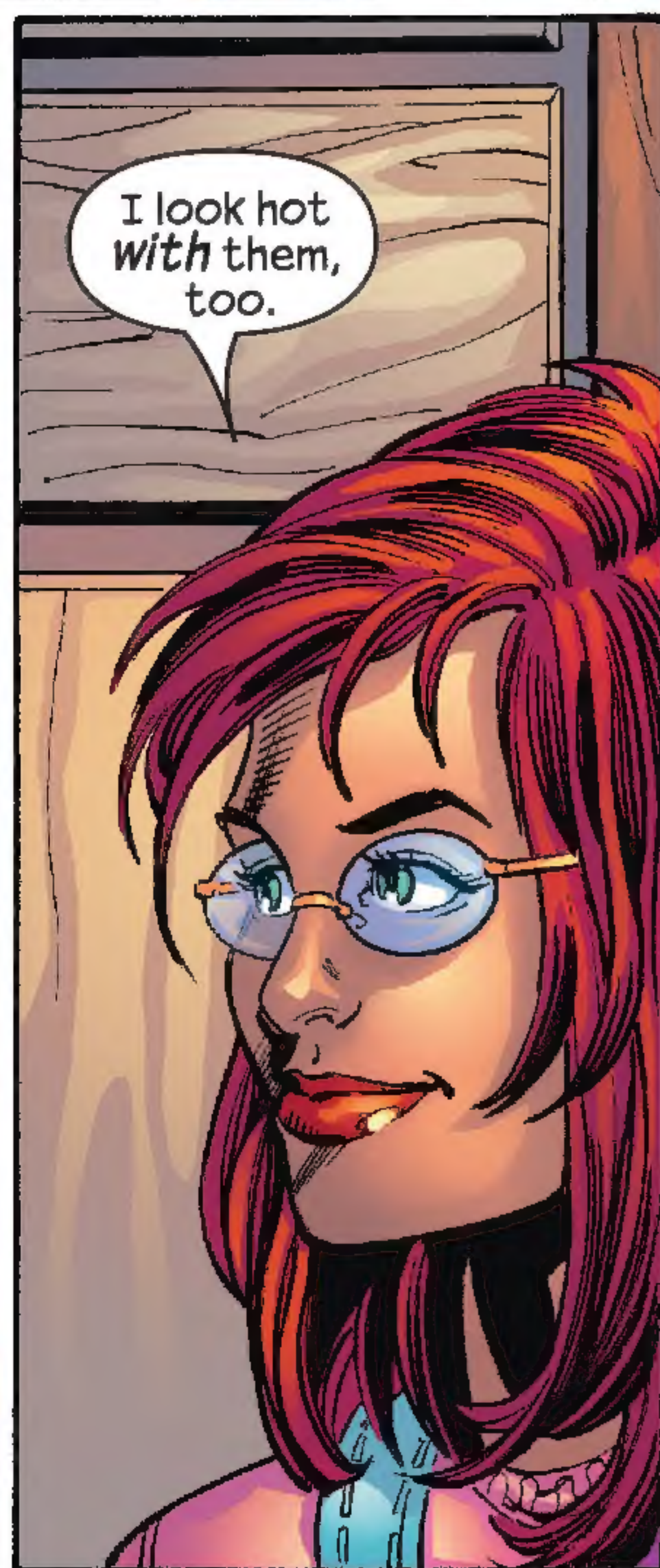
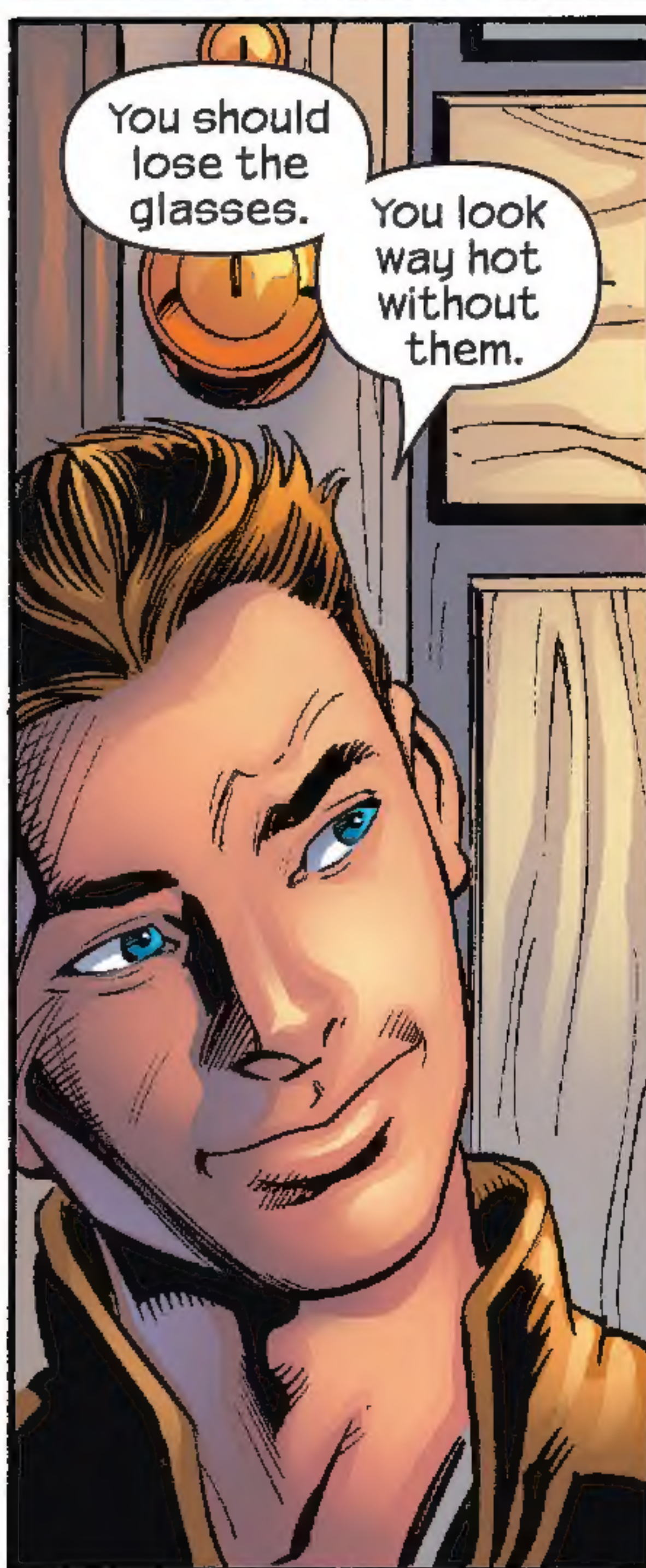
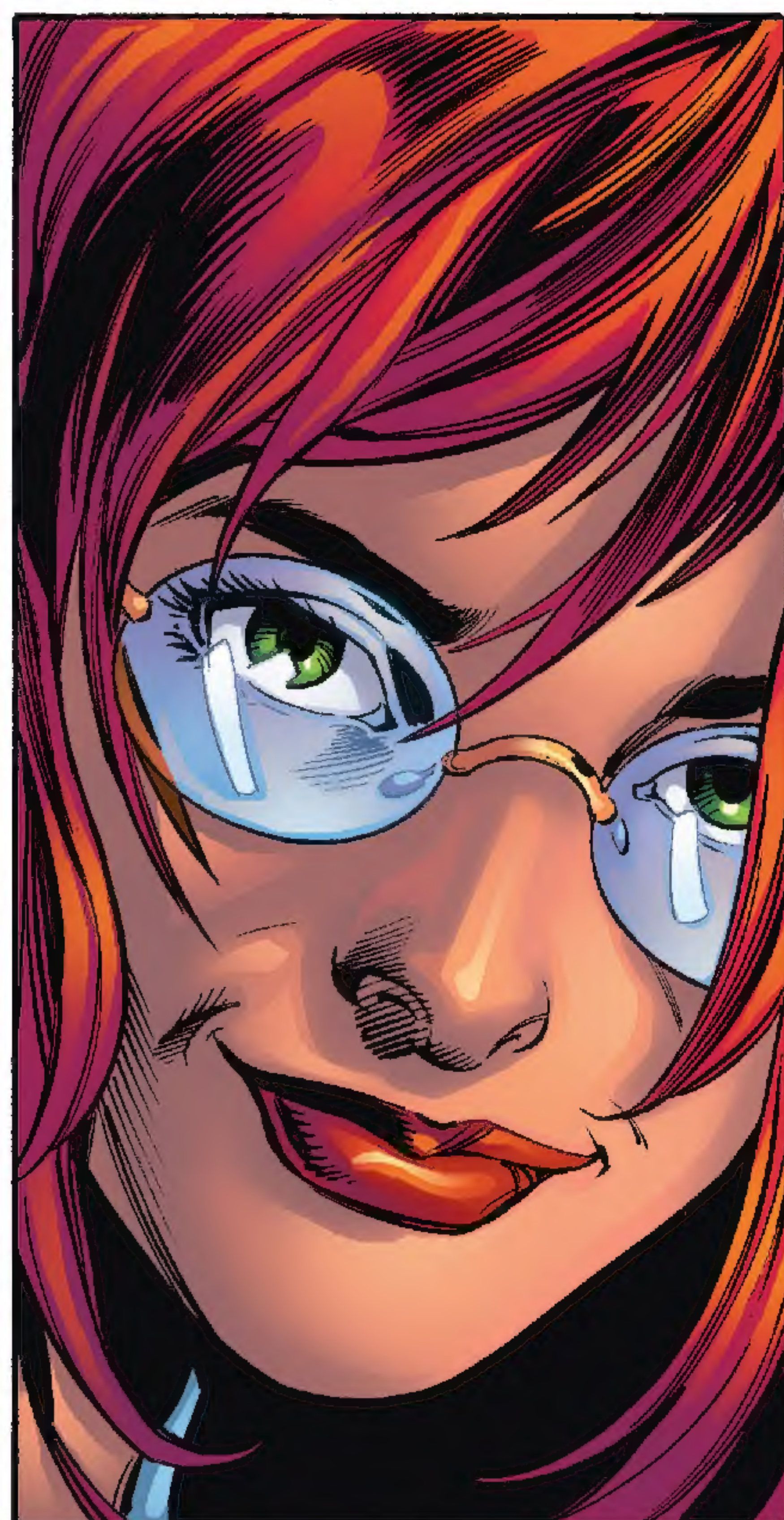
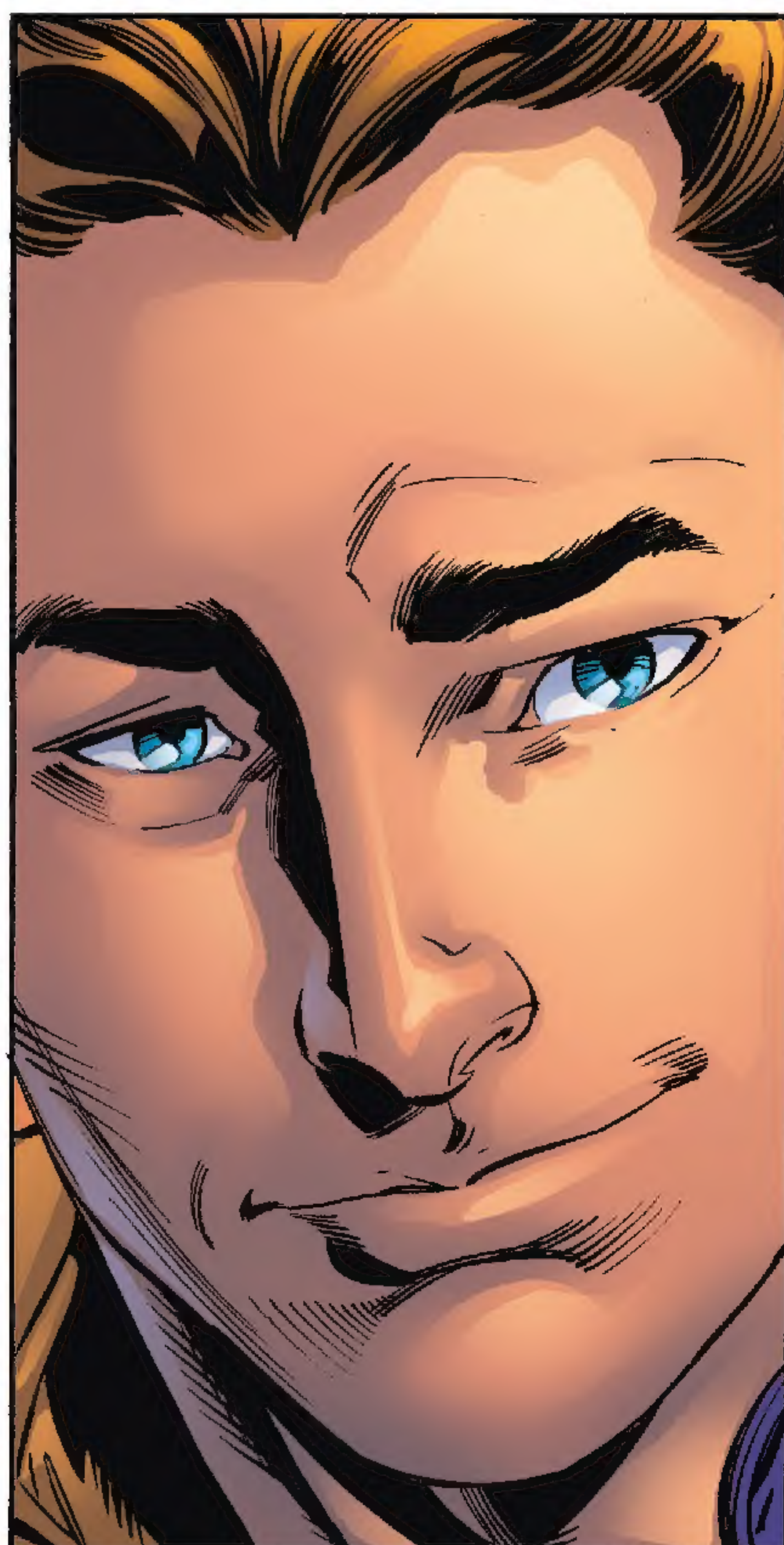














Today

SHABLAMMO

Okay!! You people see *that*?!

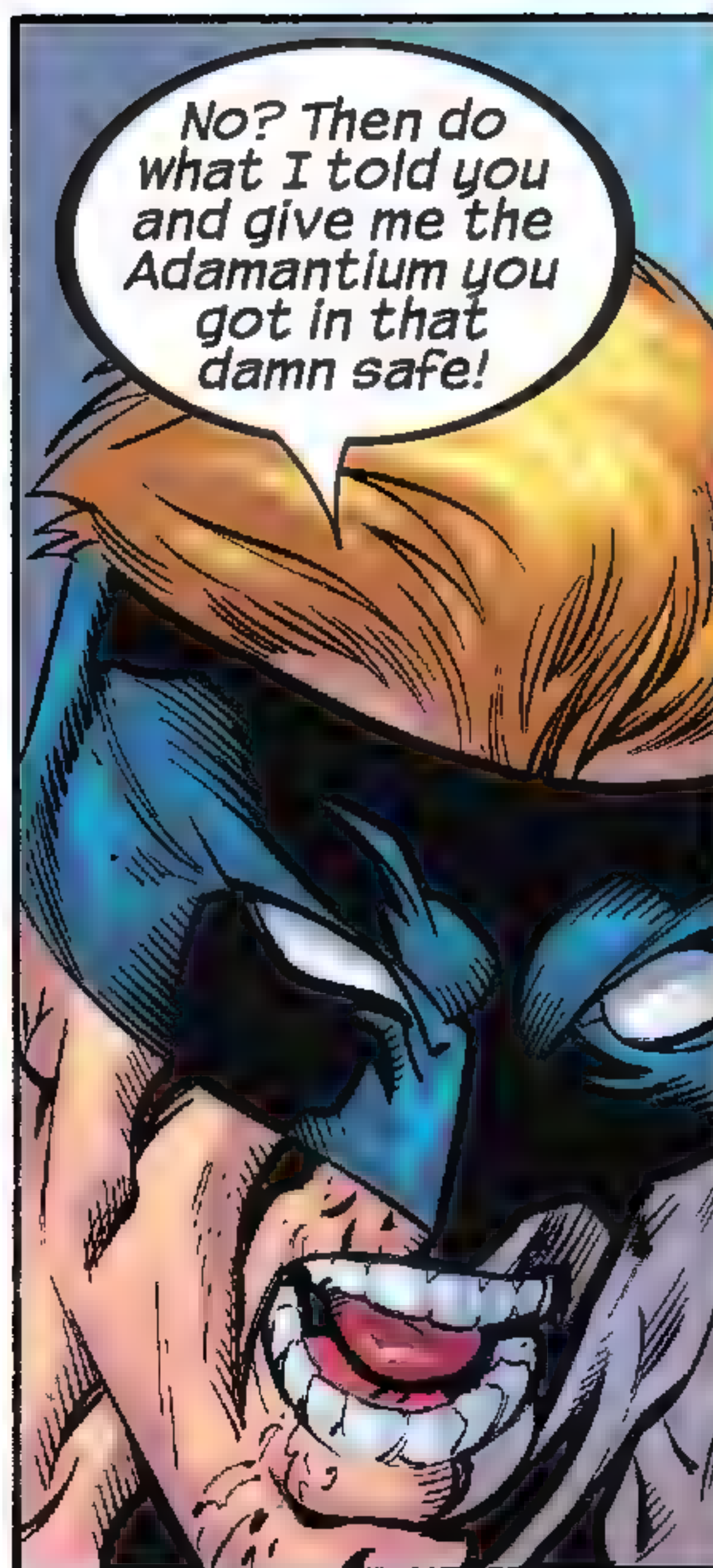
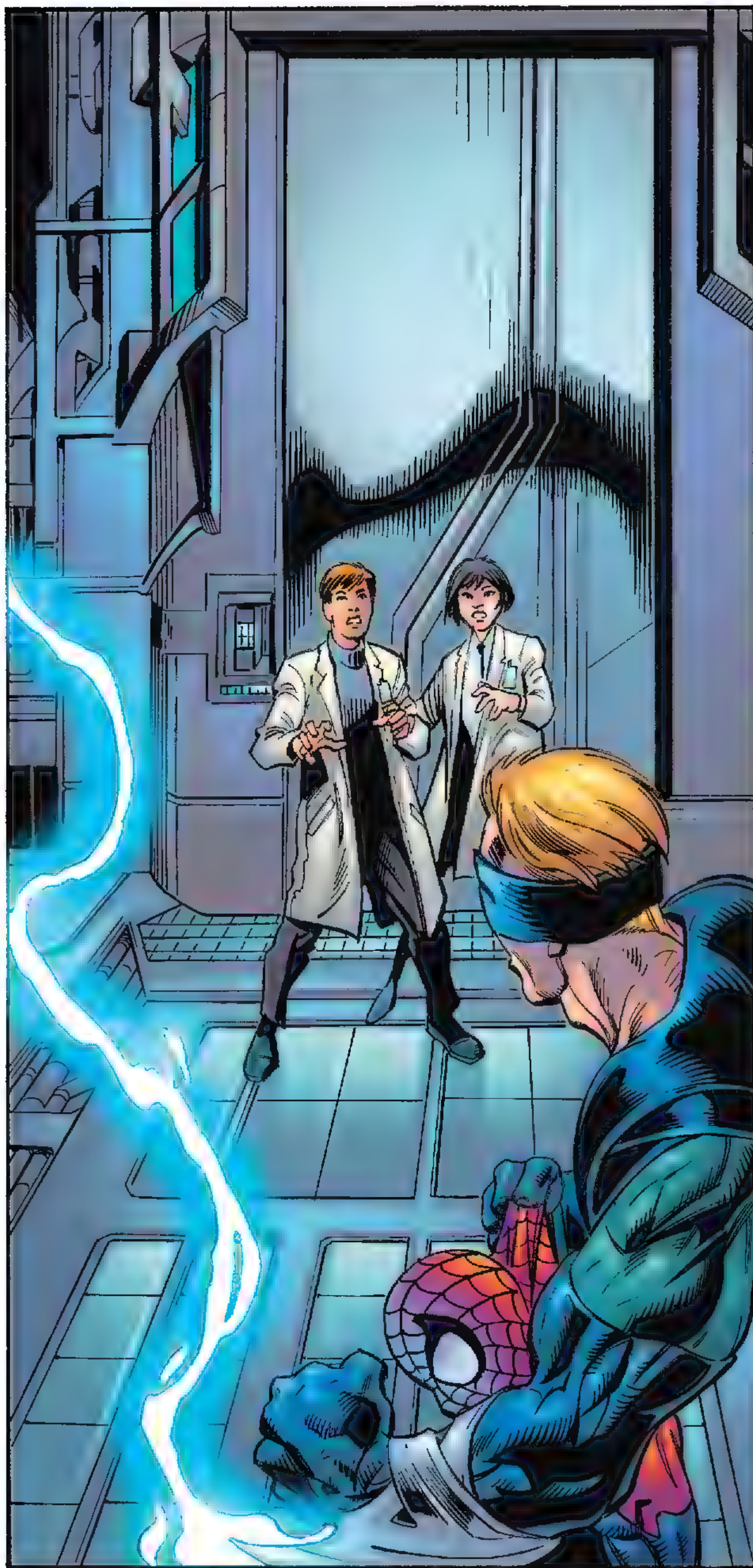
You see what I just did to *him*?

Huh!? Spider-Man!! Right here!! Who did that?

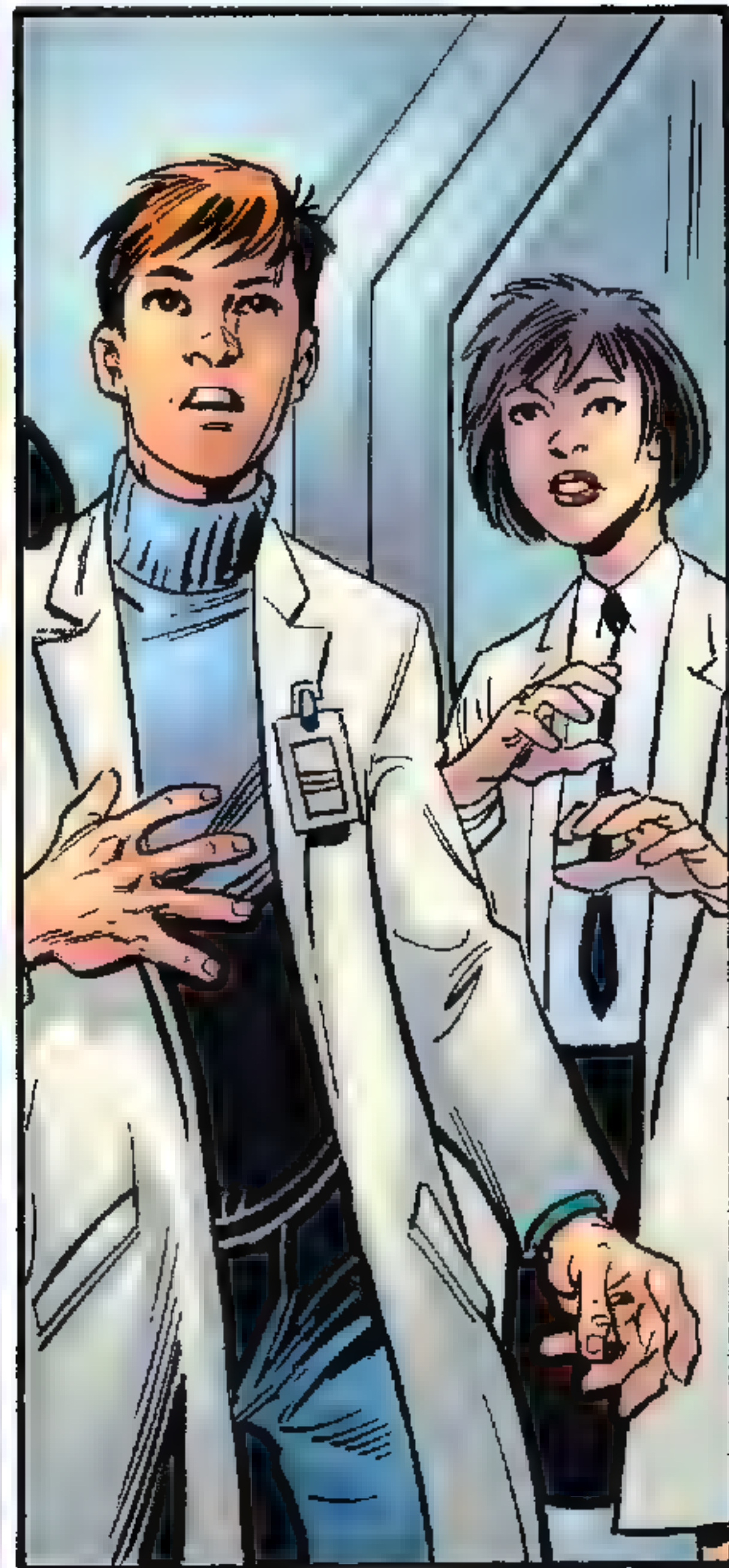
Me!!

Guy pops out of nowhere and gets in the middle of my #&%^ and what happened to him!?

Anyone else in the room got any powers they want to throw down on me!?



No? Then do what I told you and give me the Adamantium you got in that damn safe!

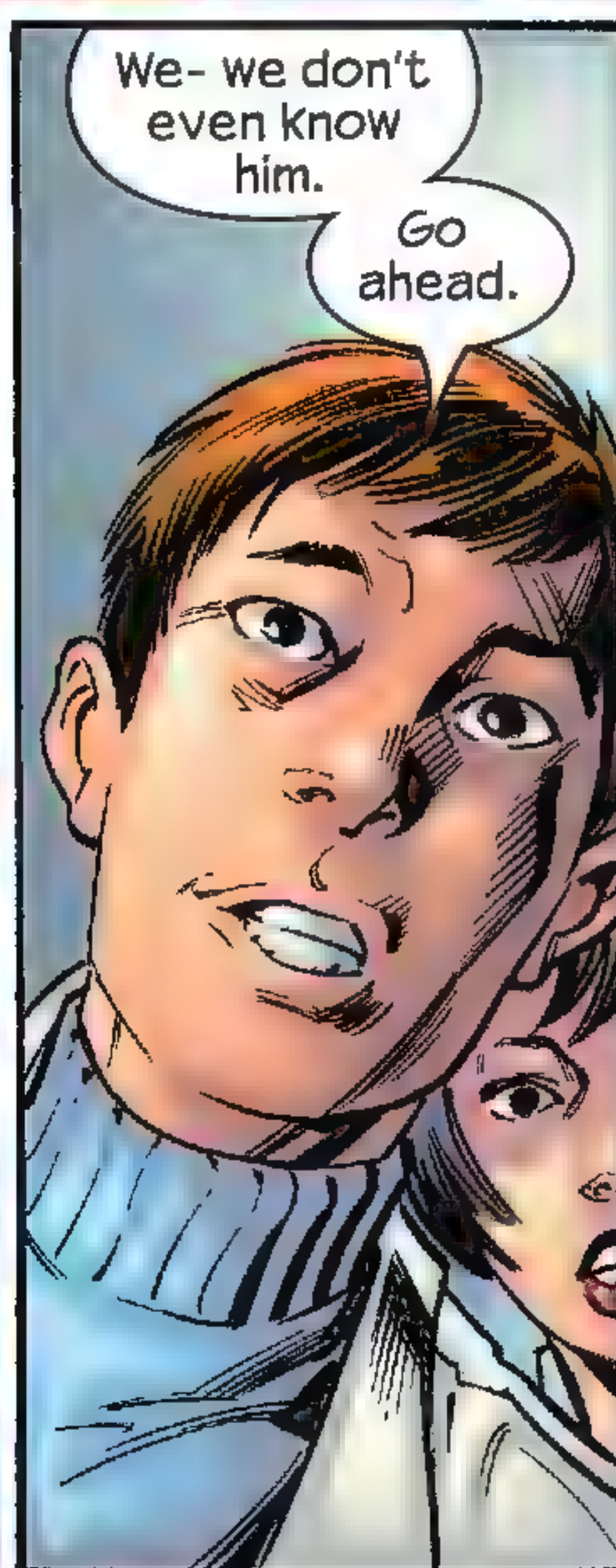


YOU THINK I'M JOKING AROUND?

OPEN THE SAFE AND GIVE ME WHAT I ASKED FOR!!



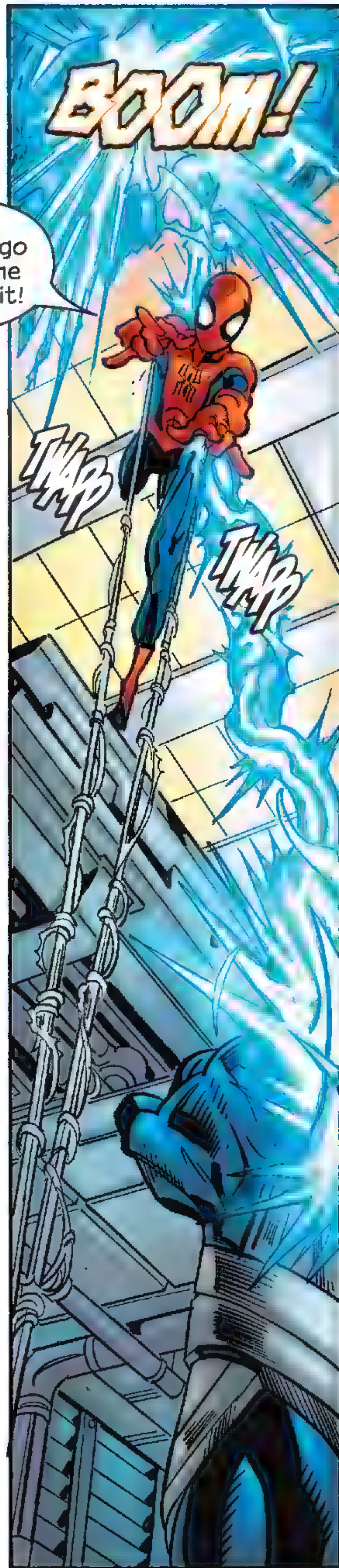
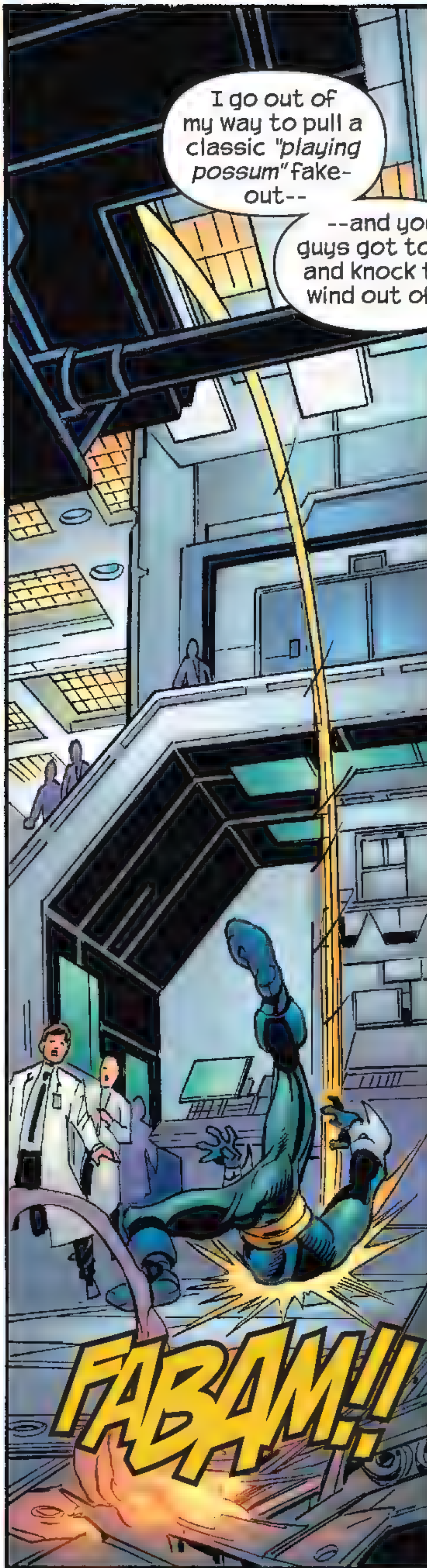
OPEN THE SAFE OR I'LL CUT HIM OPEN AND SPILL HIM ALL OVER THE FLOOR!!

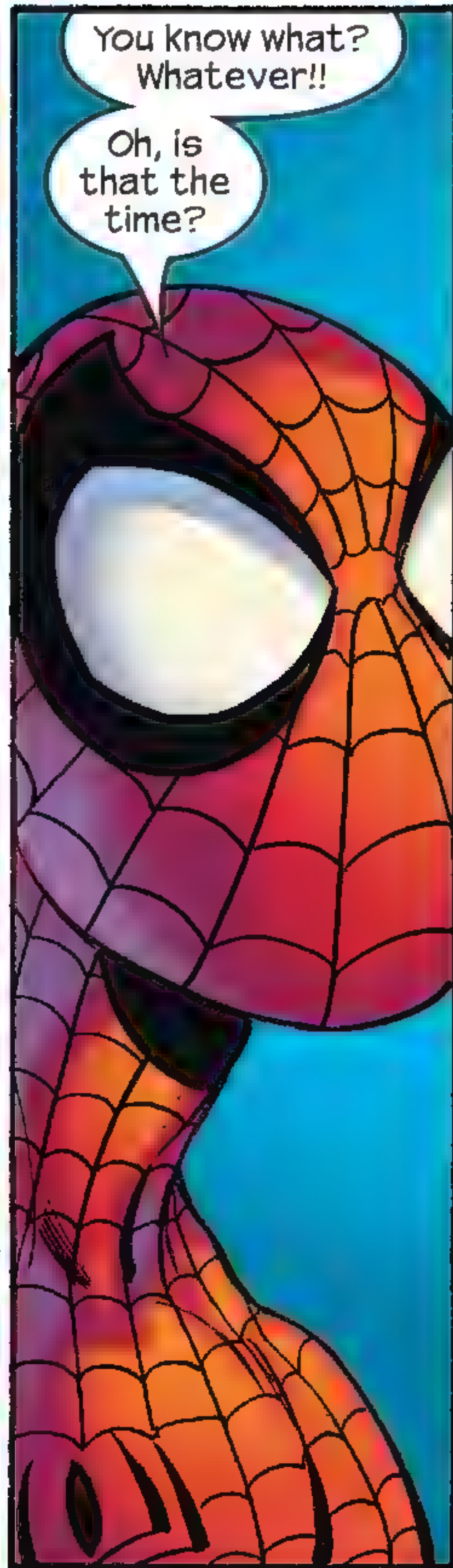


We- we don't even know him.

Go ahead.





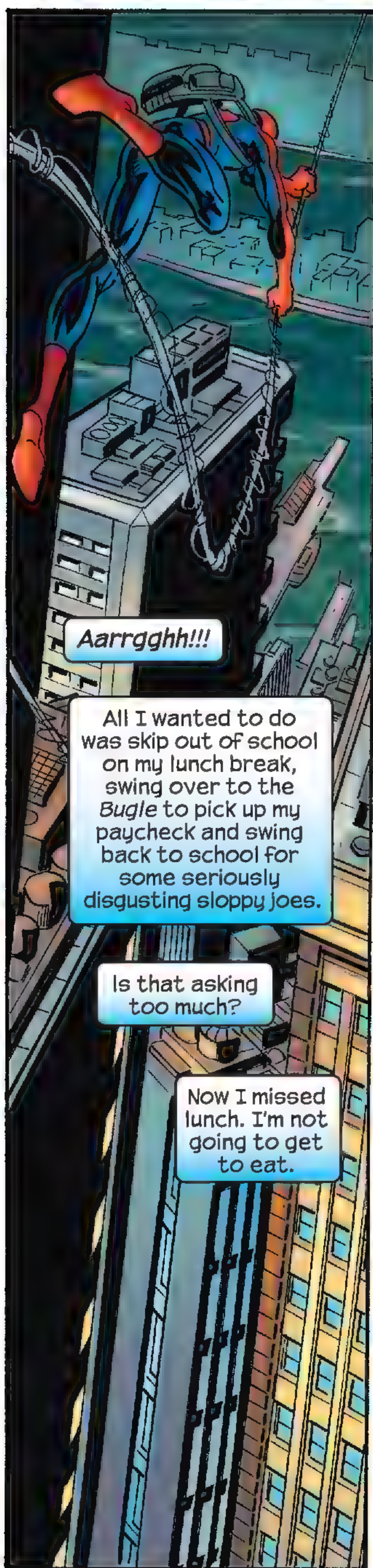




You know...

It's *that* kind of gratitude and enthusiasm from people whose lives I just saved...

...that makes it *totally* worth putting on my stinky costume and getting my brains bashed in by steroid-boy with a laser-tag fetish!!

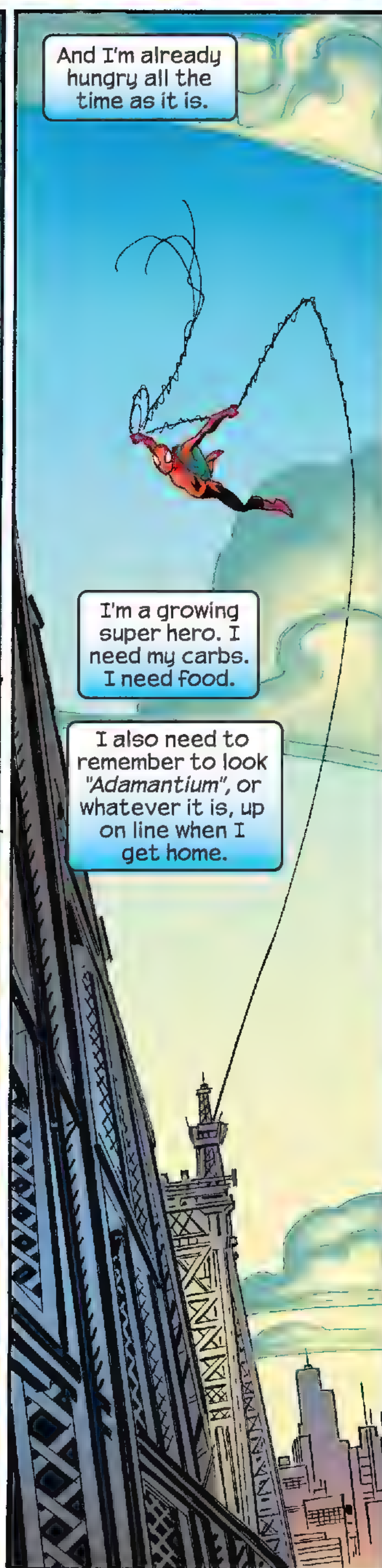


Aarrgghh!!!

All I wanted to do was skip out of school on my lunch break, swing over to the Bugle to pick up my paycheck and swing back to school for some seriously disgusting sloppy joes.

Is that asking too much?

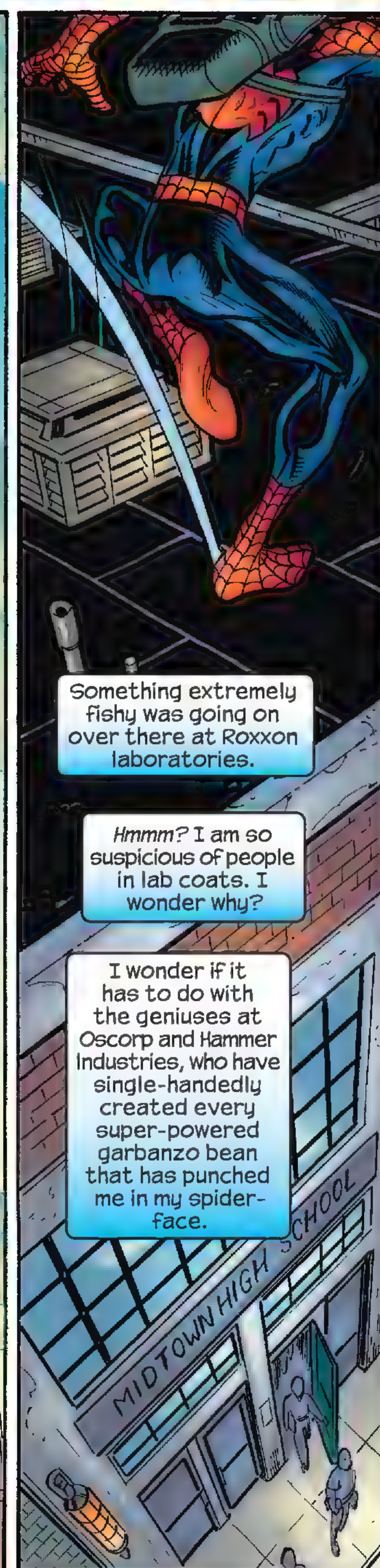
Now I missed lunch. I'm not going to get to eat.



And I'm already hungry all the time as it is.

I'm a growing super hero. I need my carbs. I need food.

I also need to remember to look "Adamantium", or whatever it is, up on line when I get home.



Something extremely fishy was going on over there at Roxxon laboratories.

Hmmm? I am so suspicious of people in lab coats. I wonder why?

I wonder if it has to do with the geniuses at Oscorp and Hammer Industries, who have single-handedly created every super-powered garbanzo bean that has punched me in my spider-face.



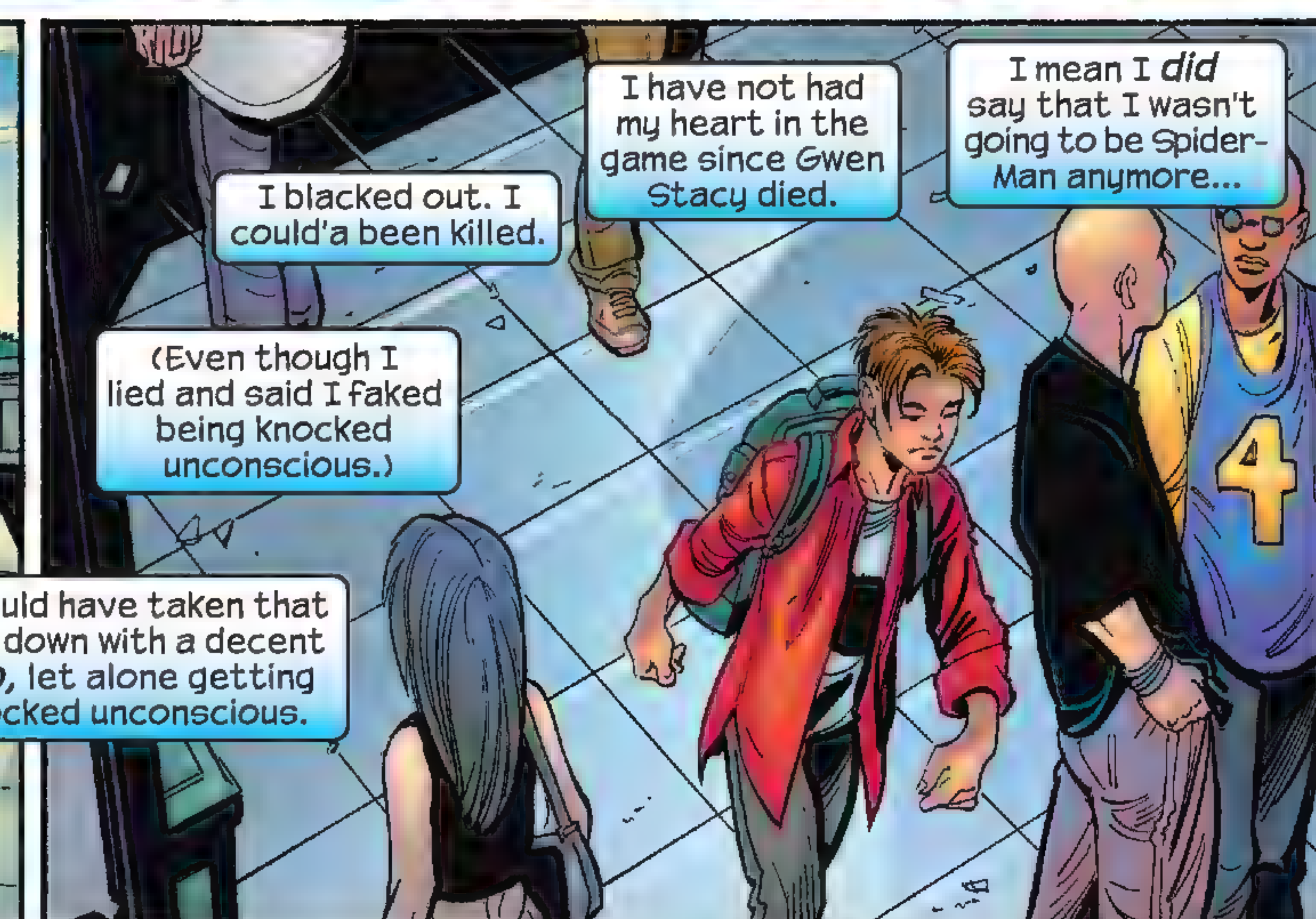
I wonder if *that's* it?

Why don't people in lab coats work on a nicer smelling toilet or something?

Why is *everyone* working on the next big super-villain?

Man, my heart was *not* in that fight.

I should have taken that yutz down with a decent quip, let alone getting knocked unconscious.



I blacked out. I could'a been killed.

I have not had my heart in the game since Gwen Stacy died.

I mean I *did* say that I wasn't going to be Spider-Man anymore...

(Even though I lied and said I faked being knocked unconscious.)

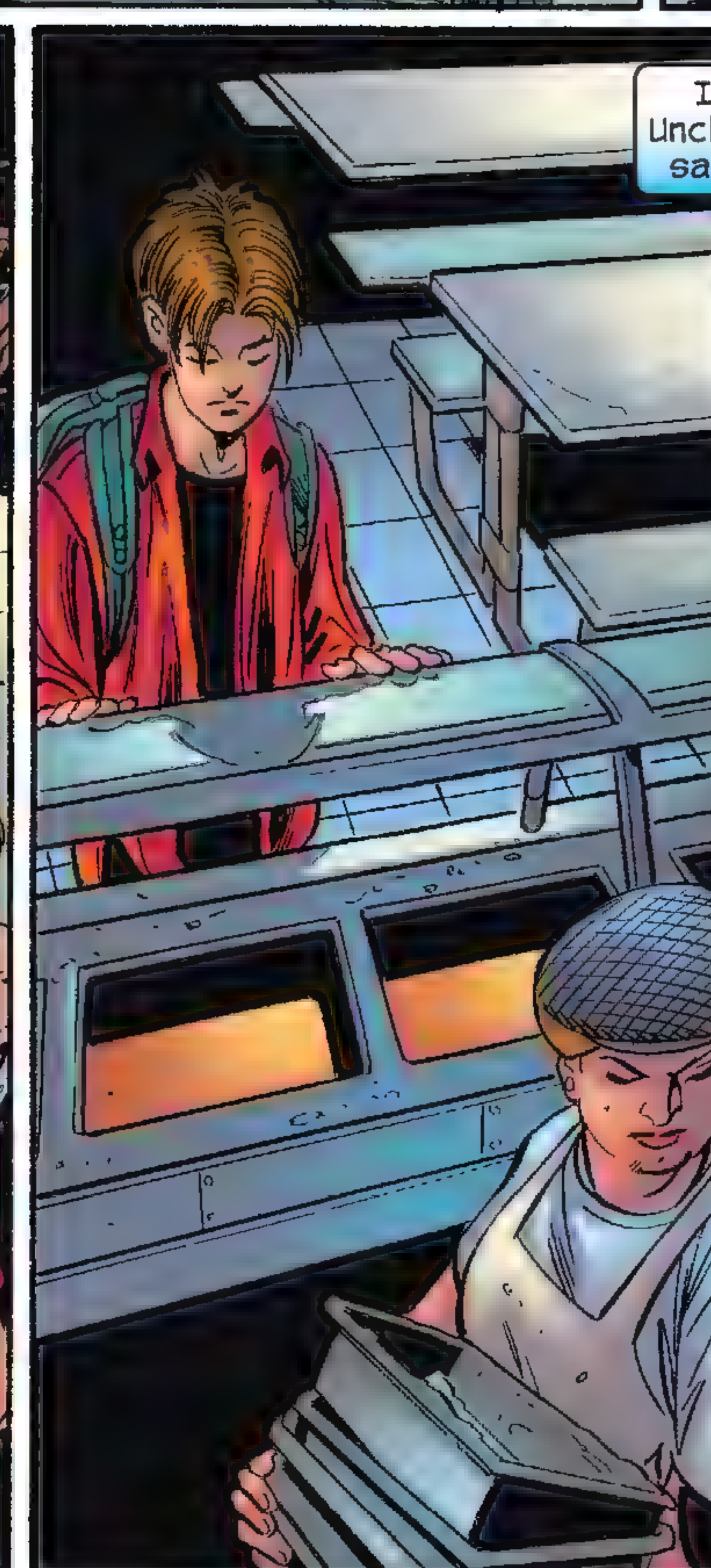


... and here I am putting on the costume and bouncing around anyhow.

And if I'm going to perform like *that* I might as well keep the costume at home.

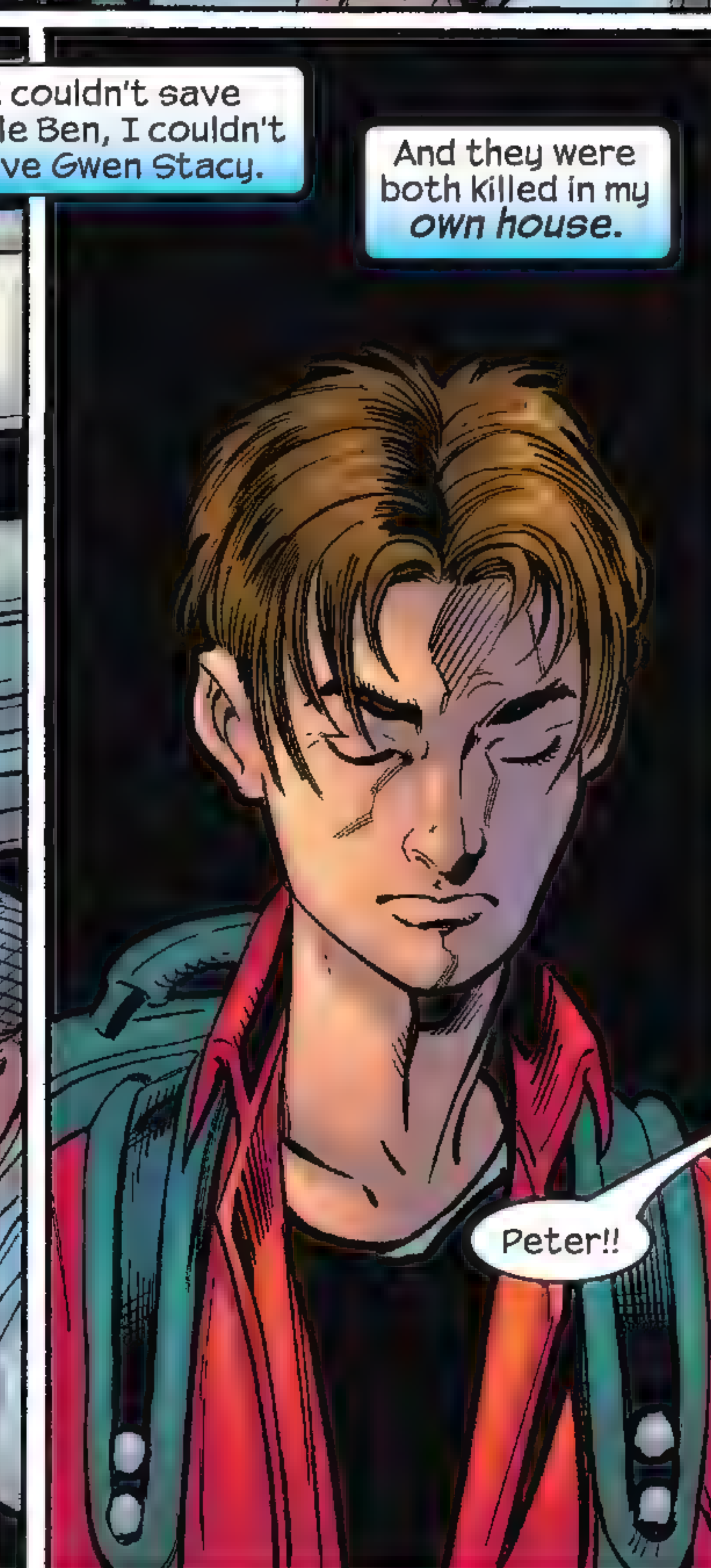
That was pathetic.

I'm- I don't know why I am *doing* this anymore.

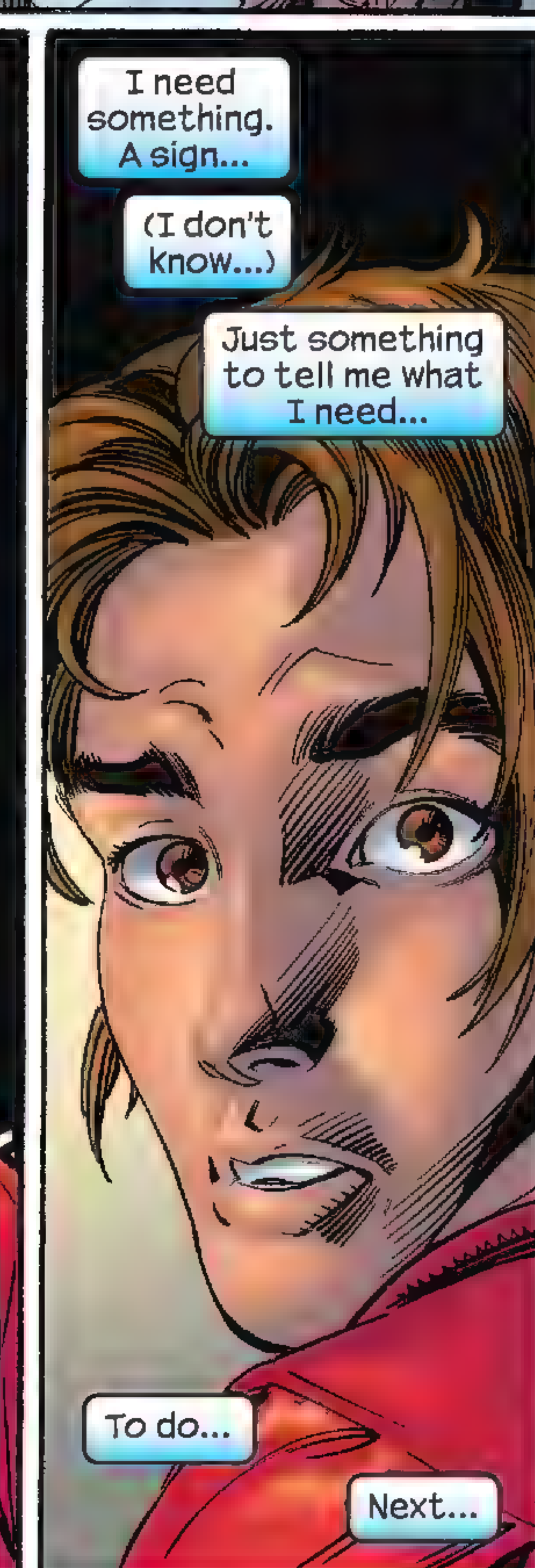


I couldn't save Uncle Ben, I couldn't save Gwen Stacy.

And they were both killed in my *own* house.



Peter!!



I need something. A sign... (I don't know...)

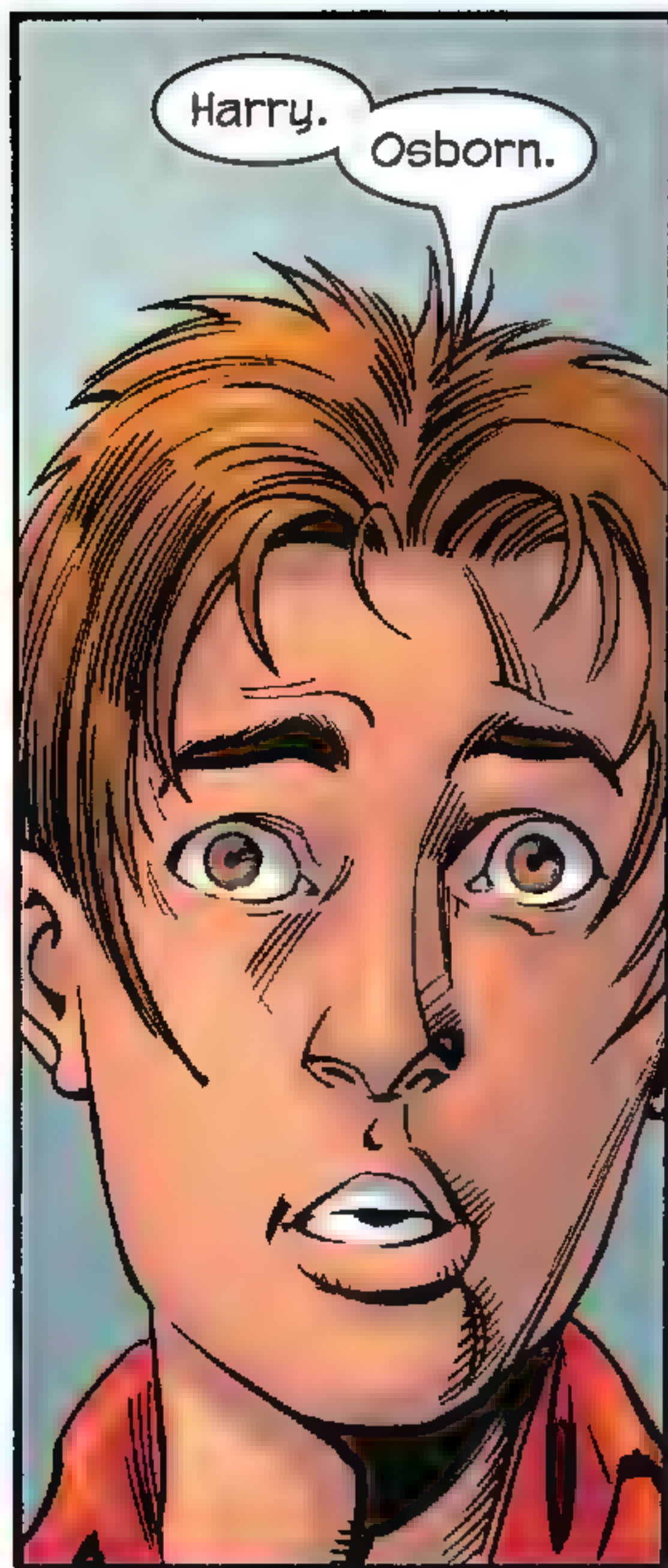
Just something to tell me what I need...

To do...

Next...



Look who's here.



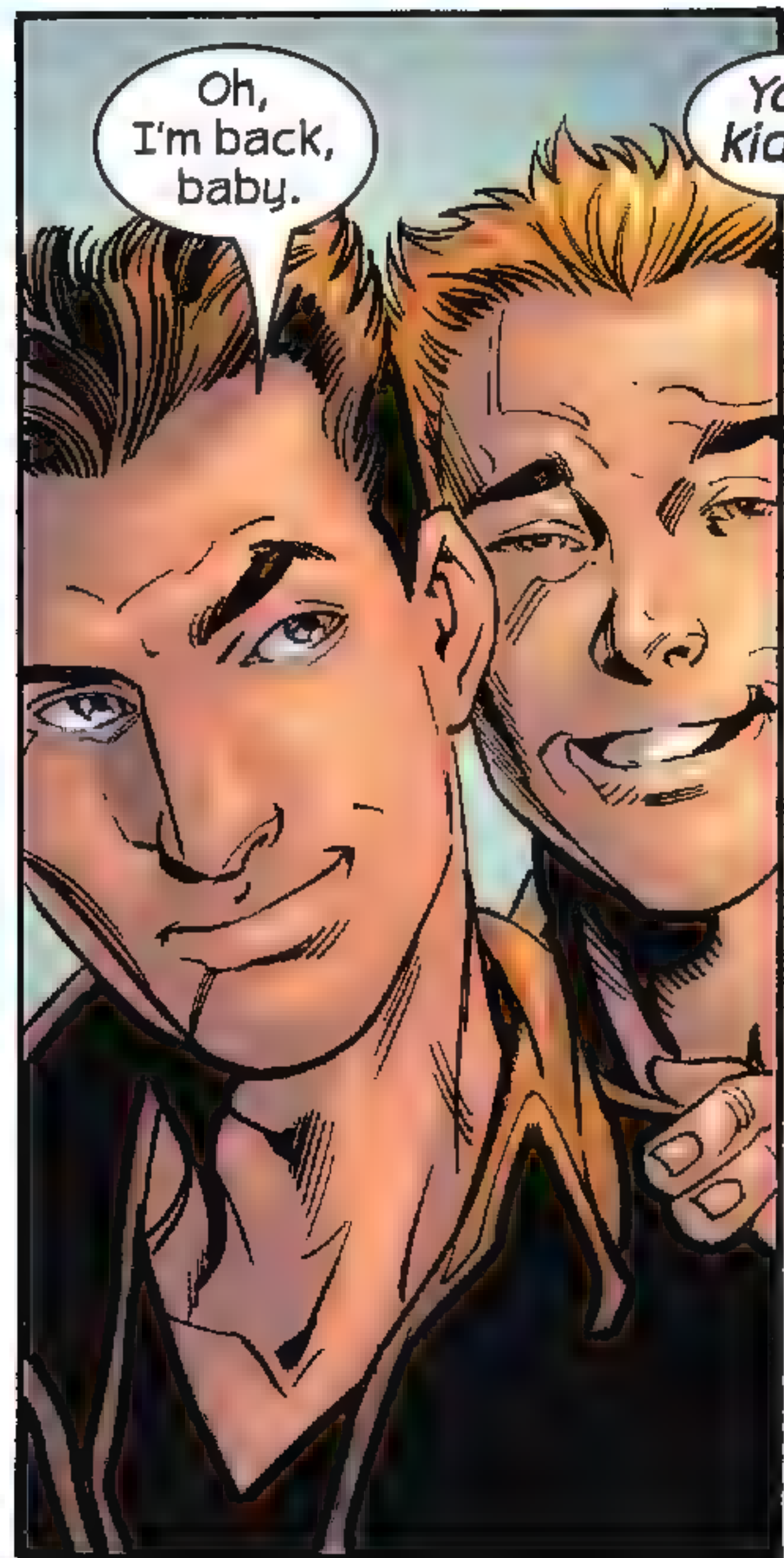
Harry. Osborn.



Ta-daa!



Are-are you visiting?
Or are you back?



Oh, I'm back, baby.

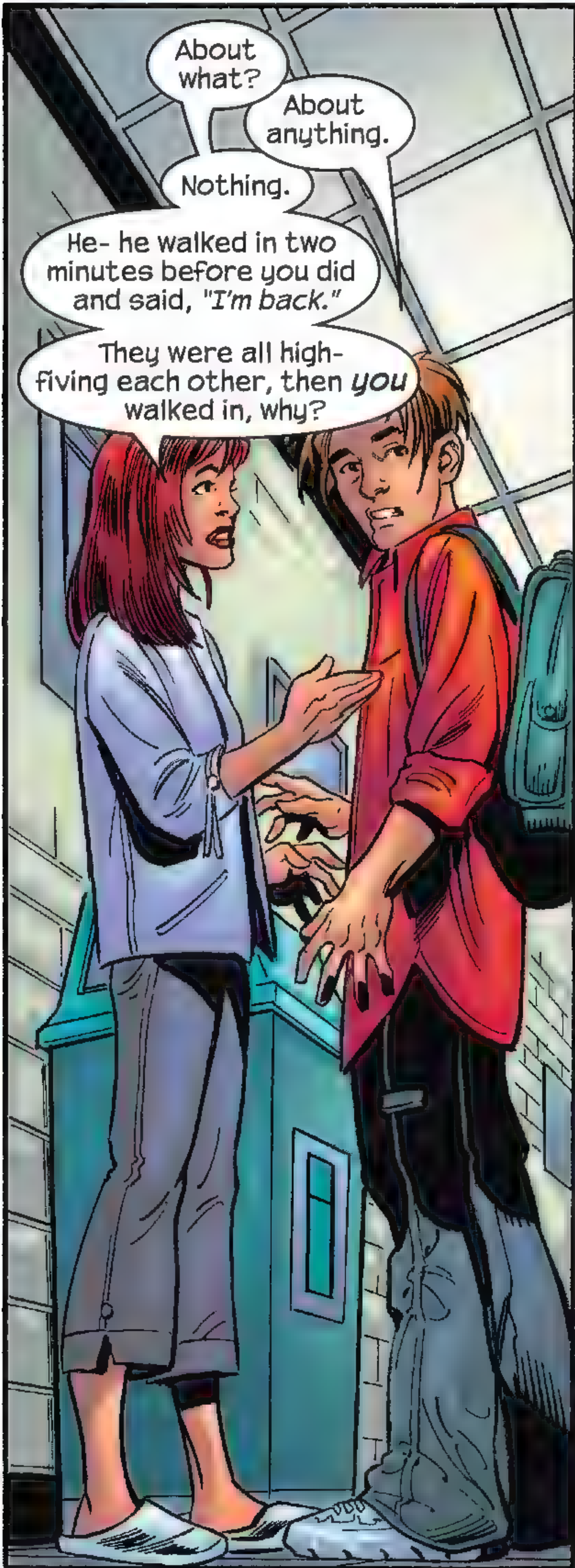


You kids...
This ain't no nightclub.
Lunch is over!!



Wait...
what did he
say?

CAFETERIA



About
what?
About
anything.
Nothing.

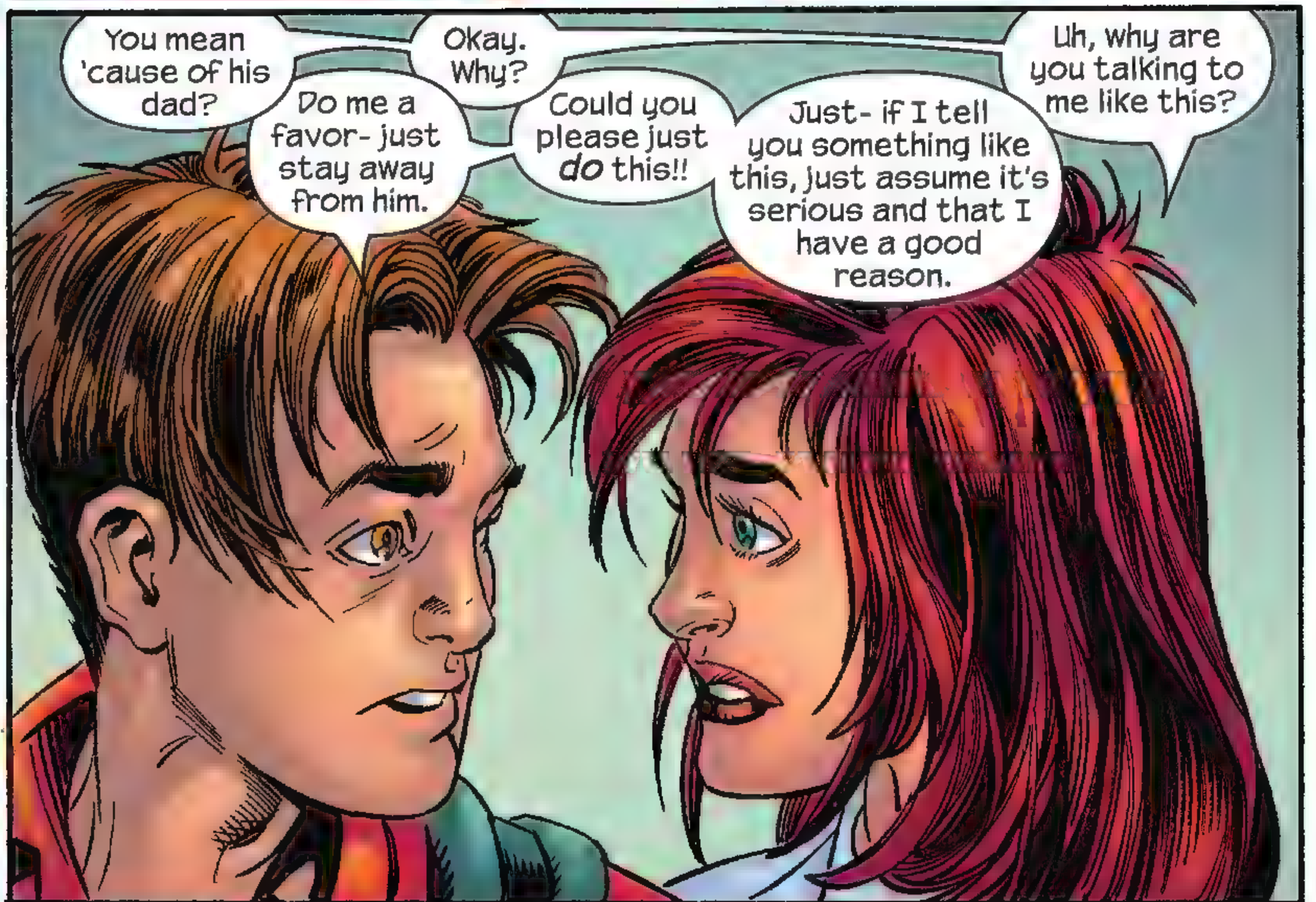
He- he walked in two
minutes before you did
and said, "I'm back."

They were all high-
fiving each other, then *you*
walked in, why?



Sss.
This isn't
good.

Why? It's
Harry.
He seems
okay.



You mean
'cause of his
dad?

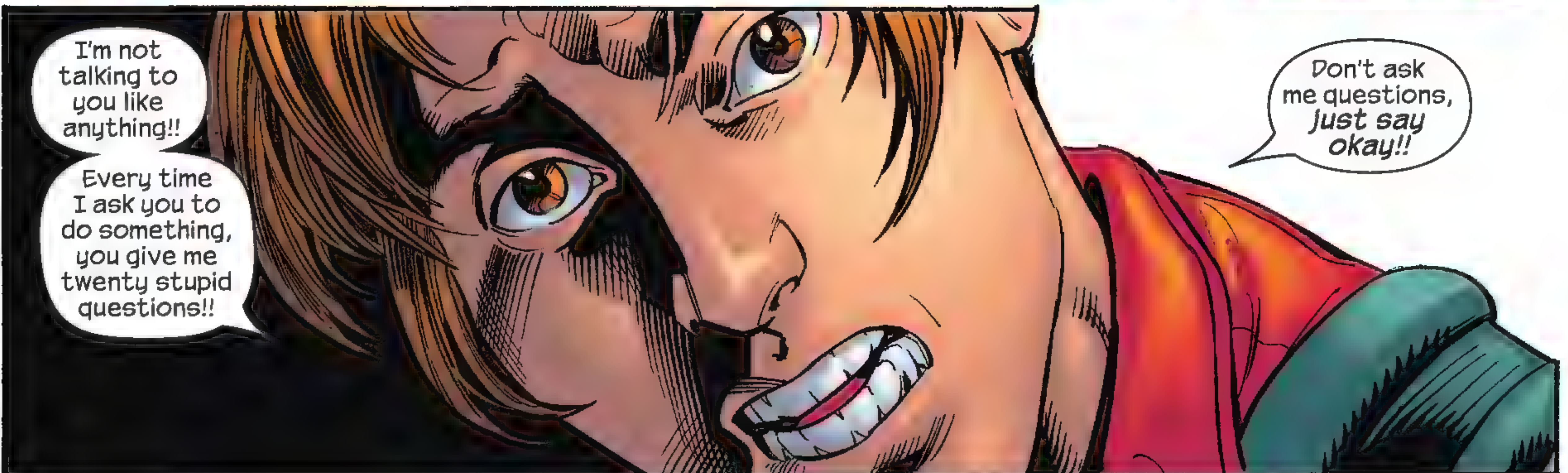
Do me a
favor- just
stay away
from him.

Okay.
Why?

Could you
please just
do this!!

Just- if I tell
you something like
this, just assume it's
serious and that I
have a good
reason.

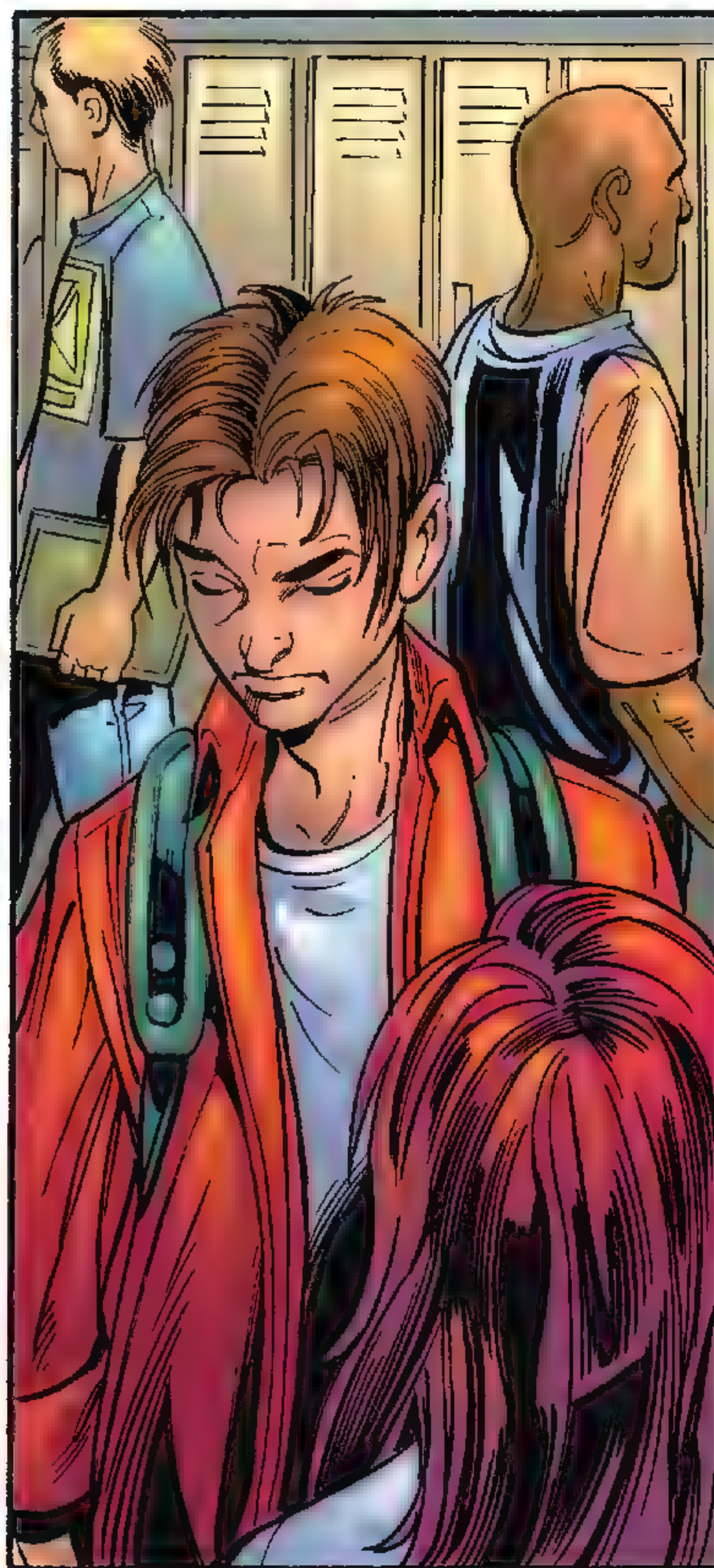
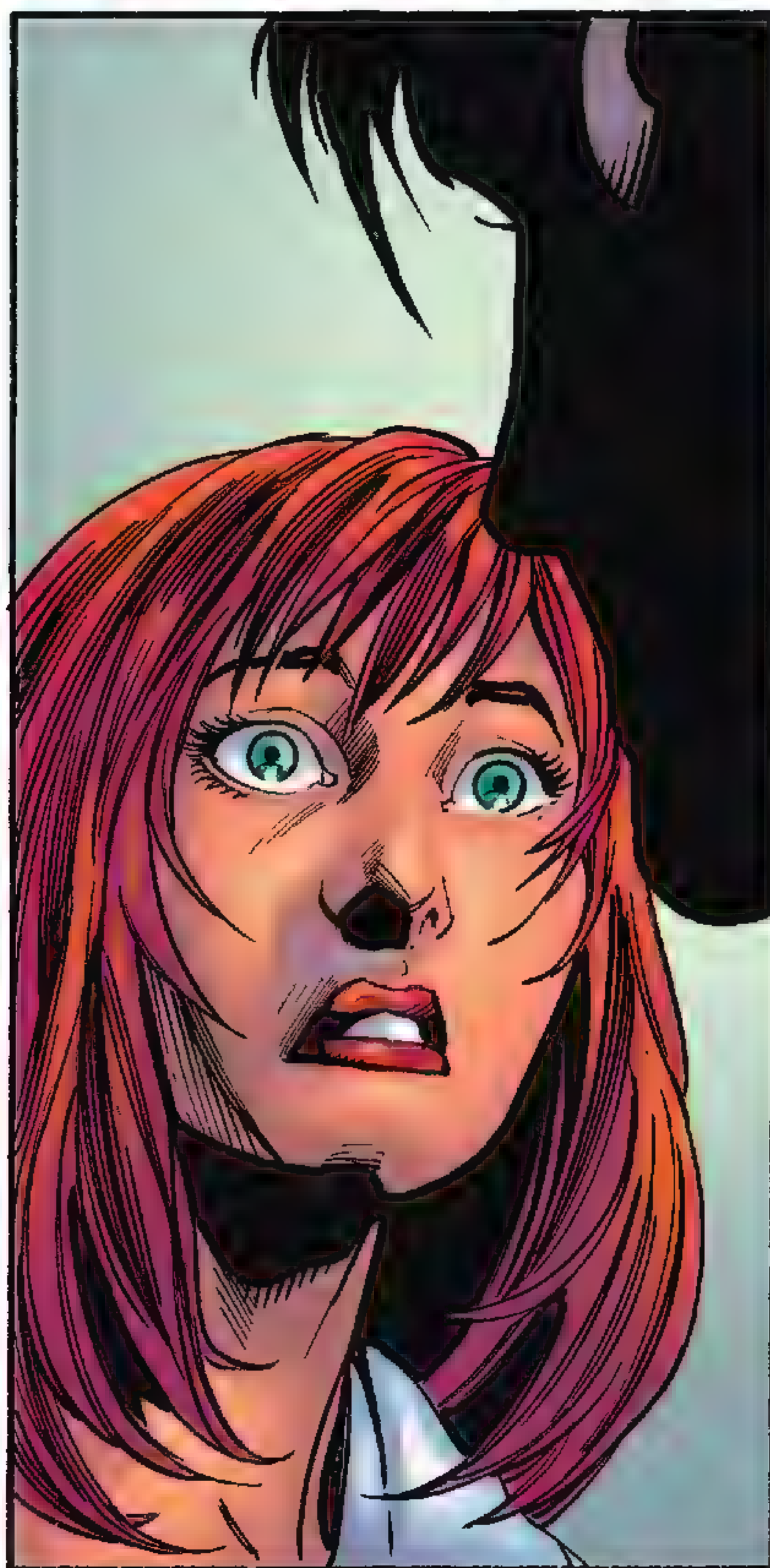
Uh, why are
you talking to
me like this?

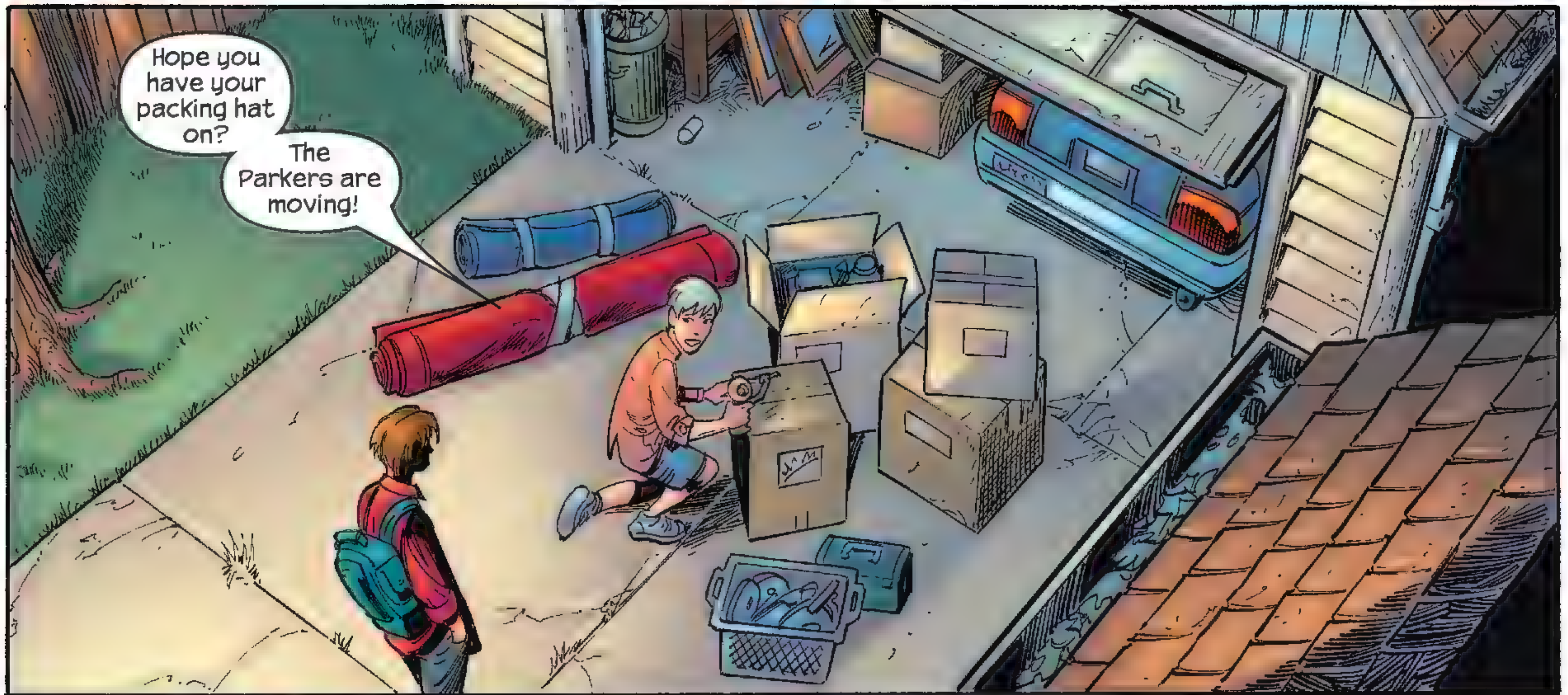


I'm not
talking to
you like
anything!!

Every time
I ask you to
do something,
you give me
twenty stupid
questions!!

Don't ask
me questions,
*just say
okay!!*



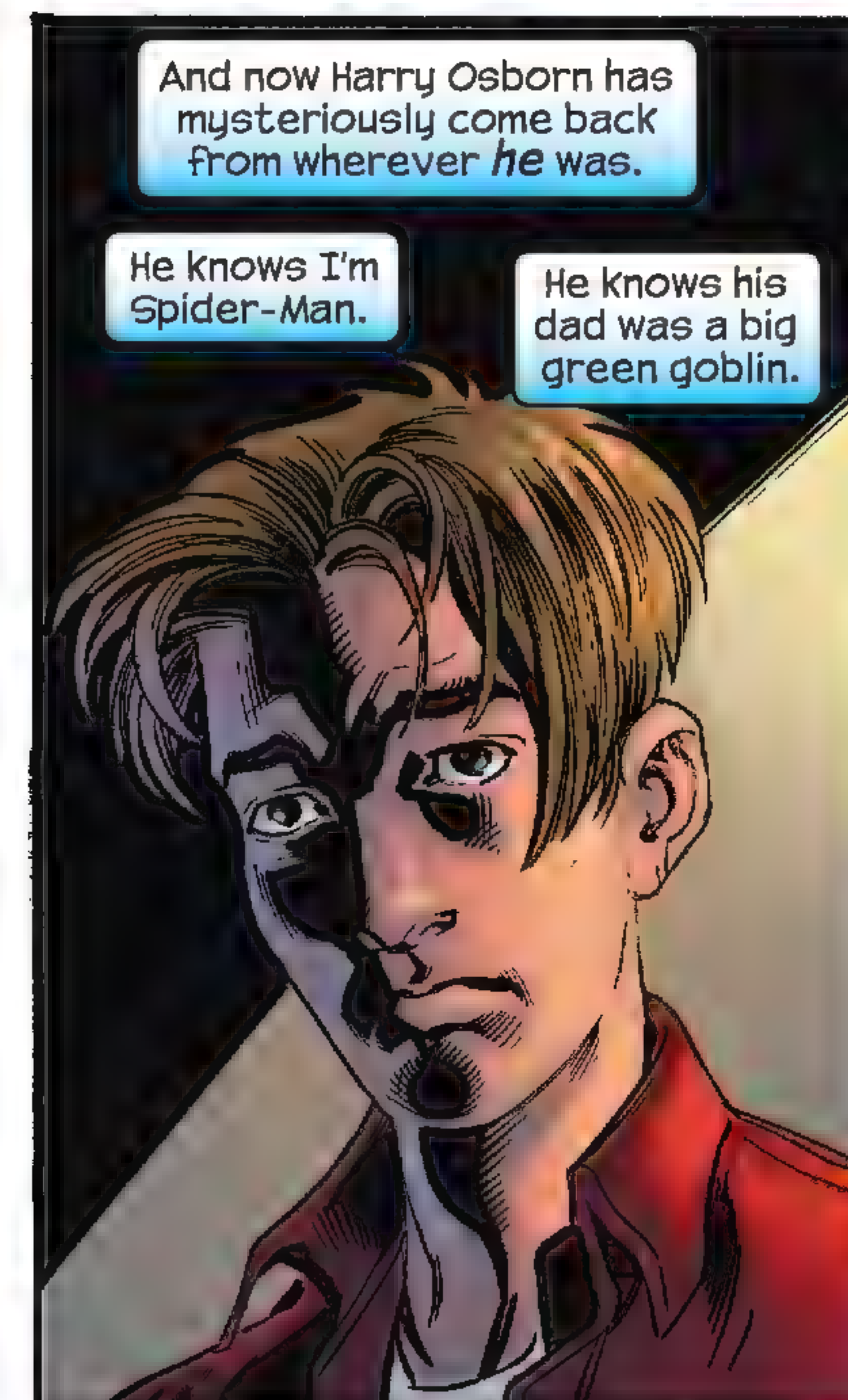




If I had any kind of normal brain...

I would lock this trunk and throw it in the river.

Why can't I stop??!!



And now Harry Osborn has mysteriously come back from wherever *he* was.

He knows I'm Spider-Man.

He knows his dad was a big green goblin.



He knows all of it...

And the last time I saw him the only thing he said to me was...

"I'll kill you all."

This is what he said to me after his father, juiced up as the Goblin, escapes from prison and tries to kill the President...



He says, "I'll kill you all."

Does he even *remember* any of it? I mean, today he looks so...normal.

Where's he *been*? Can I trust him?

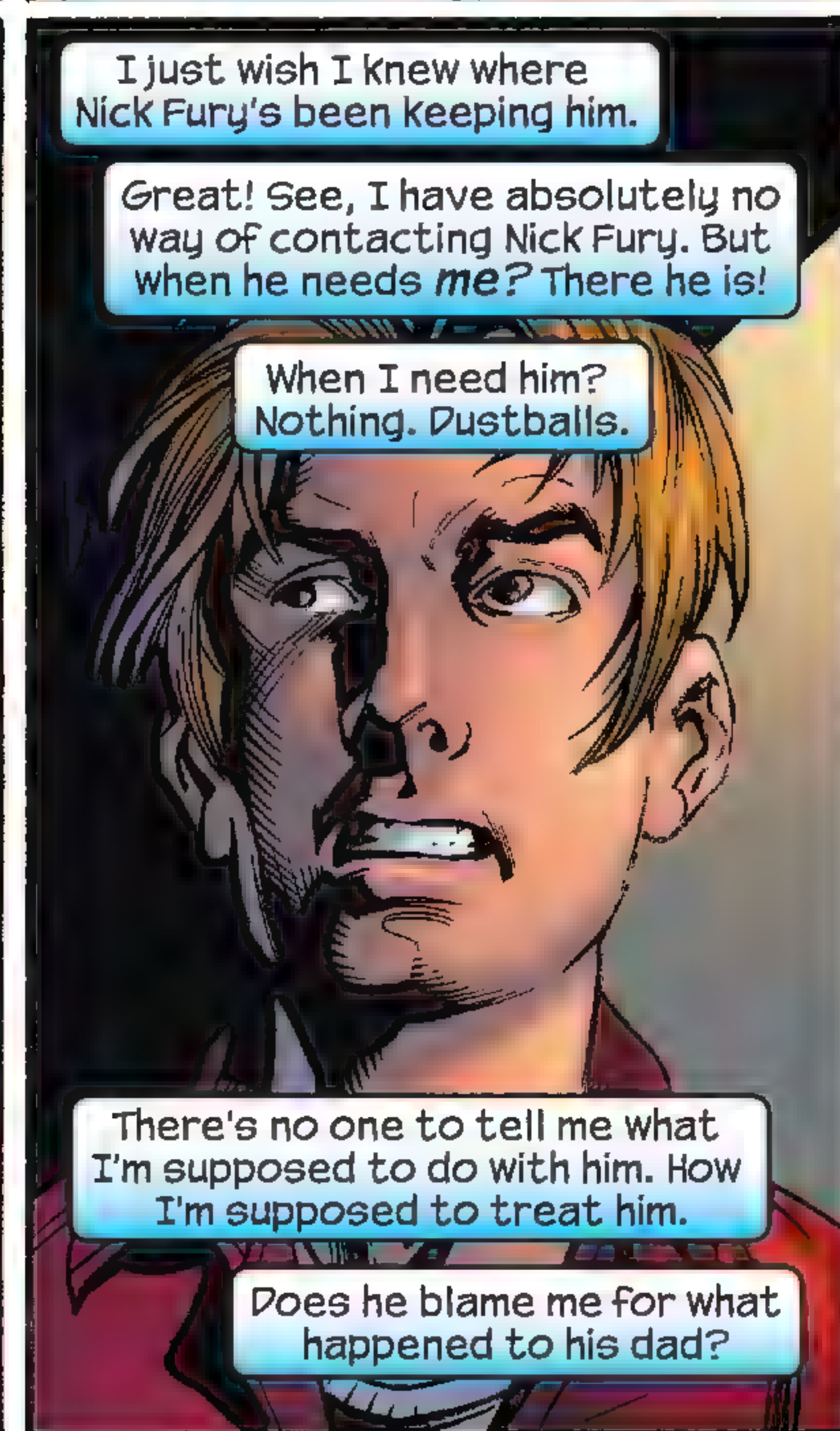
Are we still friends? Doesn't feel like it.



Maybe we *are* friends and I'm the one being weird.

(Yelling at MJ, what is wrong with me?)

Maybe it's just good ol' Harry come back looking for friendly faces and I'm acting like a tool.



I just wish I knew where Nick Fury's been keeping him.

Great! See, I have absolutely no way of contacting Nick Fury. But when he needs *me*? There he is!

When I need him? Nothing. Dustballs.

There's no one to tell me what I'm supposed to do with him. How I'm supposed to treat him.

Does he blame me for what happened to his dad?



I don't know!!

Will somebody please tell me what I am supposed to--

Where do you think you're going?



You guys moving away? I just got back and you're moving away?

We got a new house. Couple of blocks away. No big whoop.

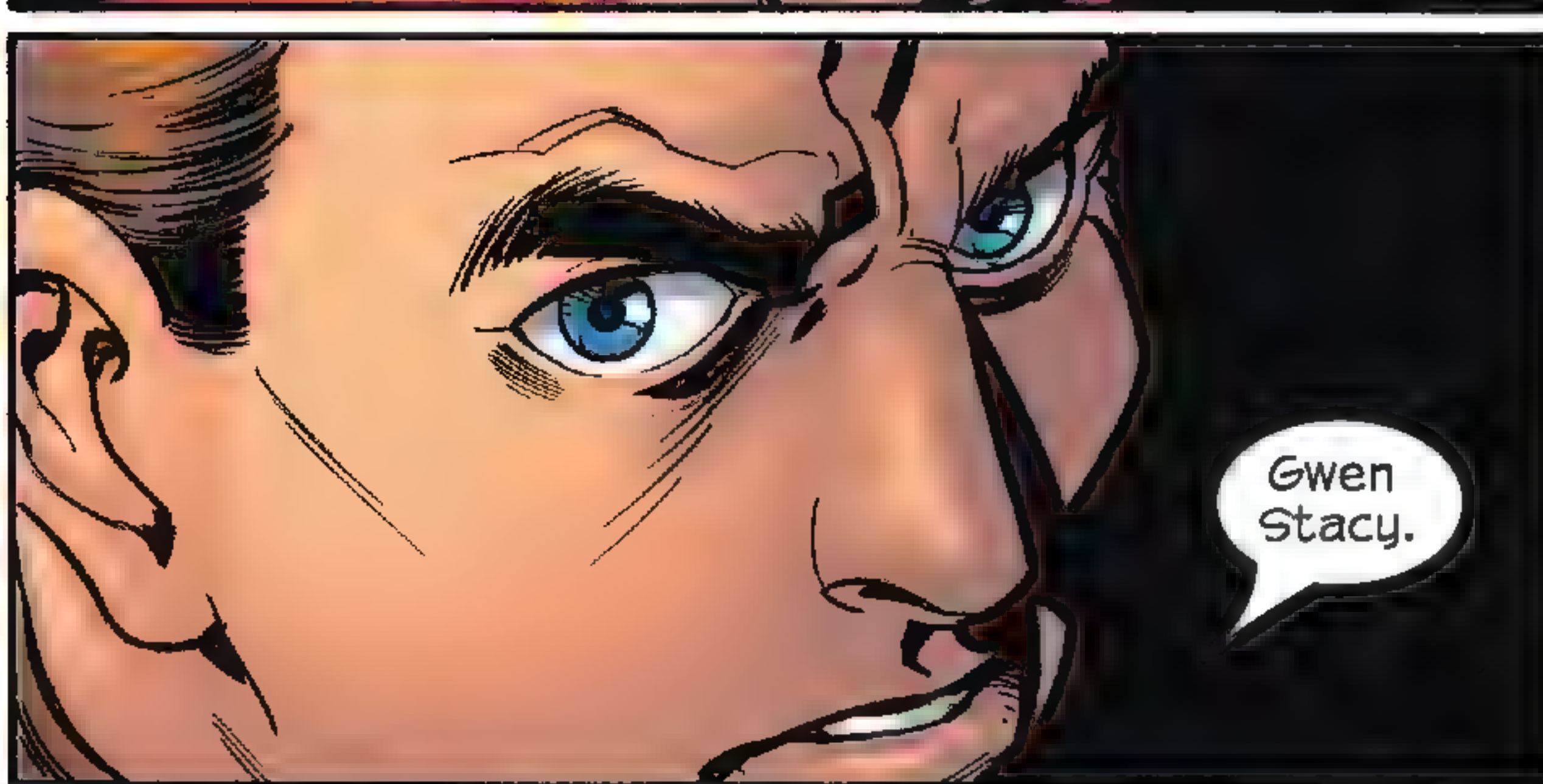


Why?



Well, first my Uncle Ben died here.

And then this girl...



Gwen Stacy.



Yeah.

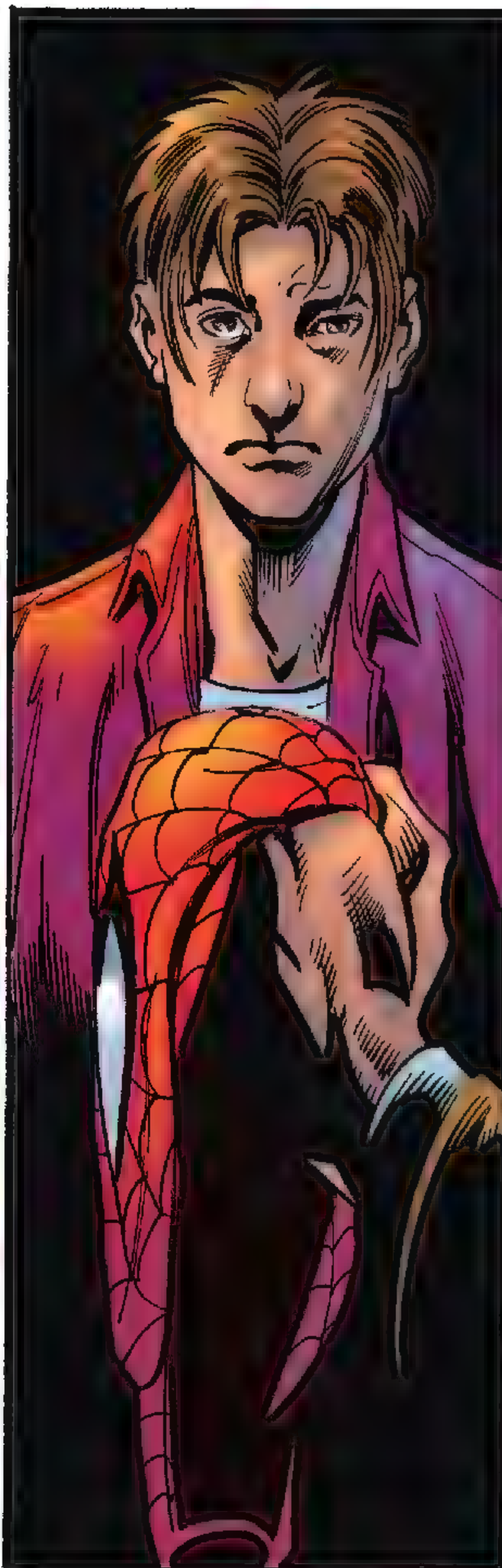
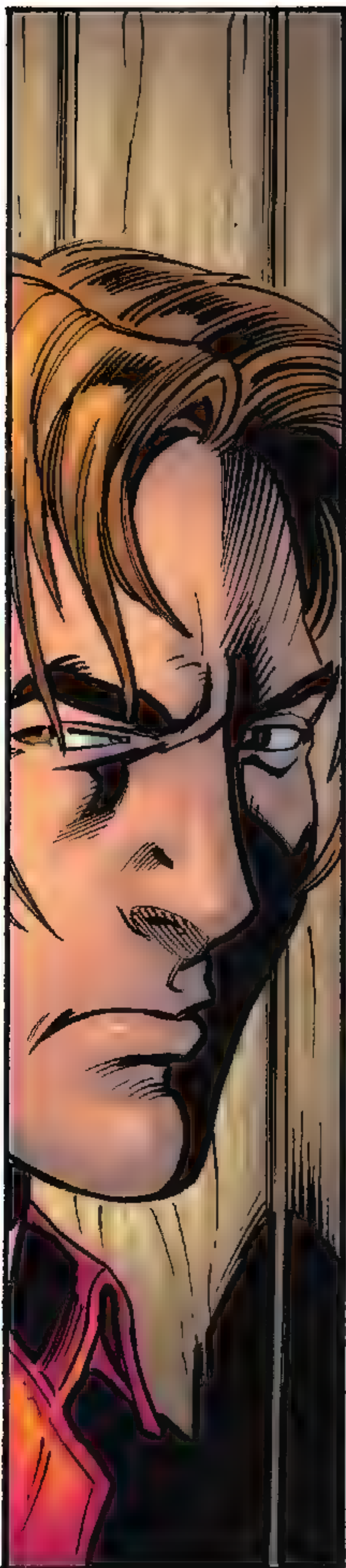
She died here too. Just recently.

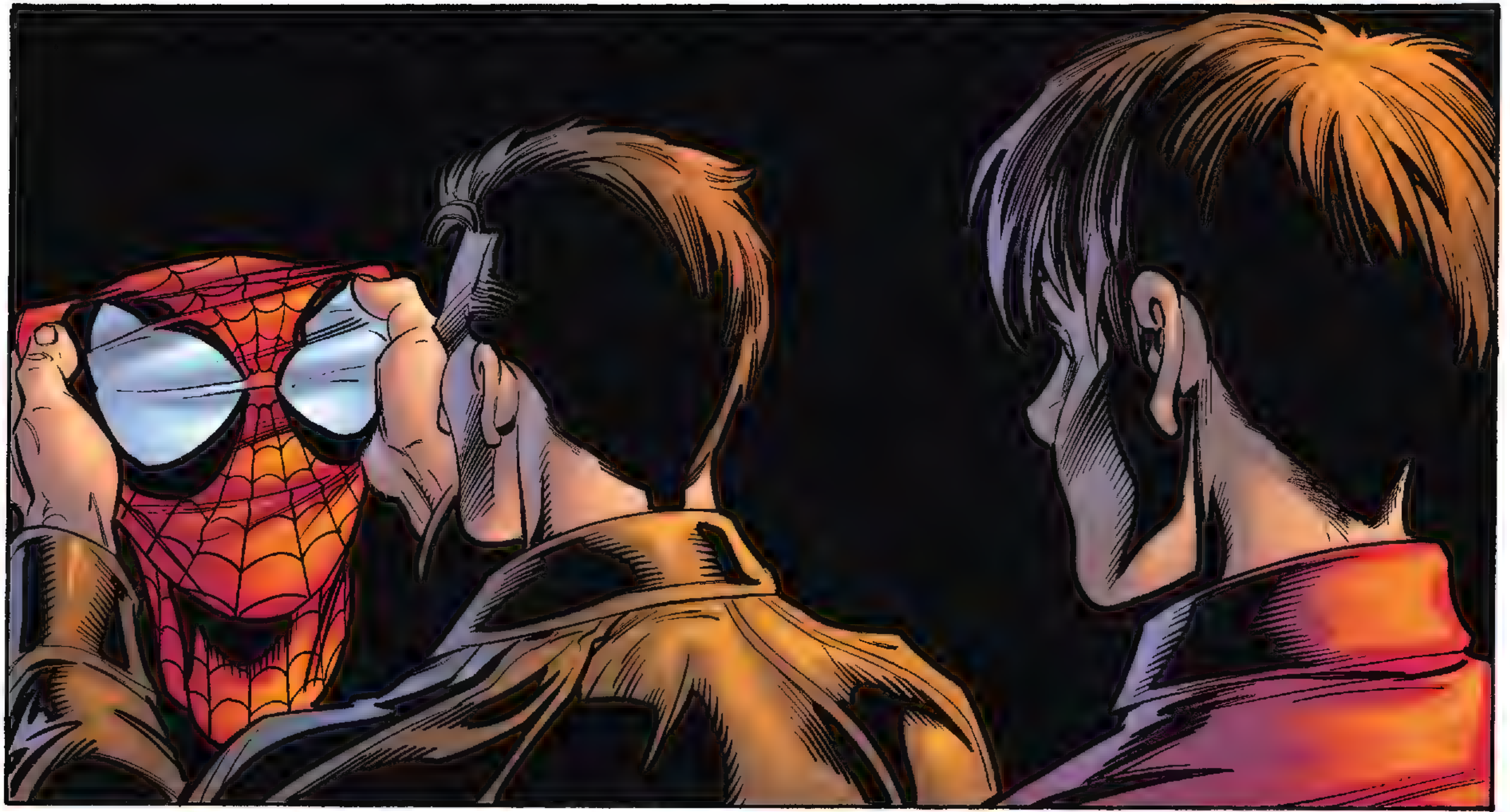
And...Aunt May wants to not be here anymore.



Sure. Ghosts and all. I can dig that.

Where've you been, Harry?





Just trying to put things in perspective.

I've been thinking about you a lot. Thinking about our lives.

See, there's this funny thing going on with you and me...I don't know if you know.

You get super powers and become a famous super hero.



My life as I knew it... ends.

You get to be Spider-Man and my dad kills my mom.



Every time my father goes nuts...

...there you are.



And I come back to Queens...

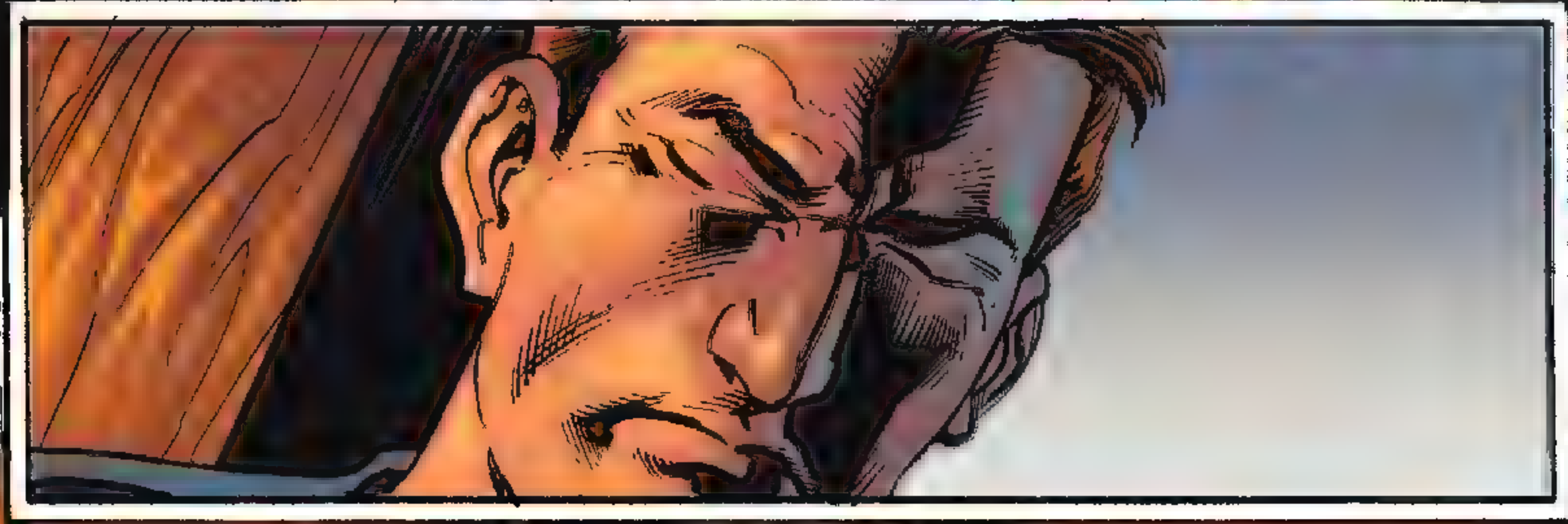
And who's dating my girlfriend...



What?

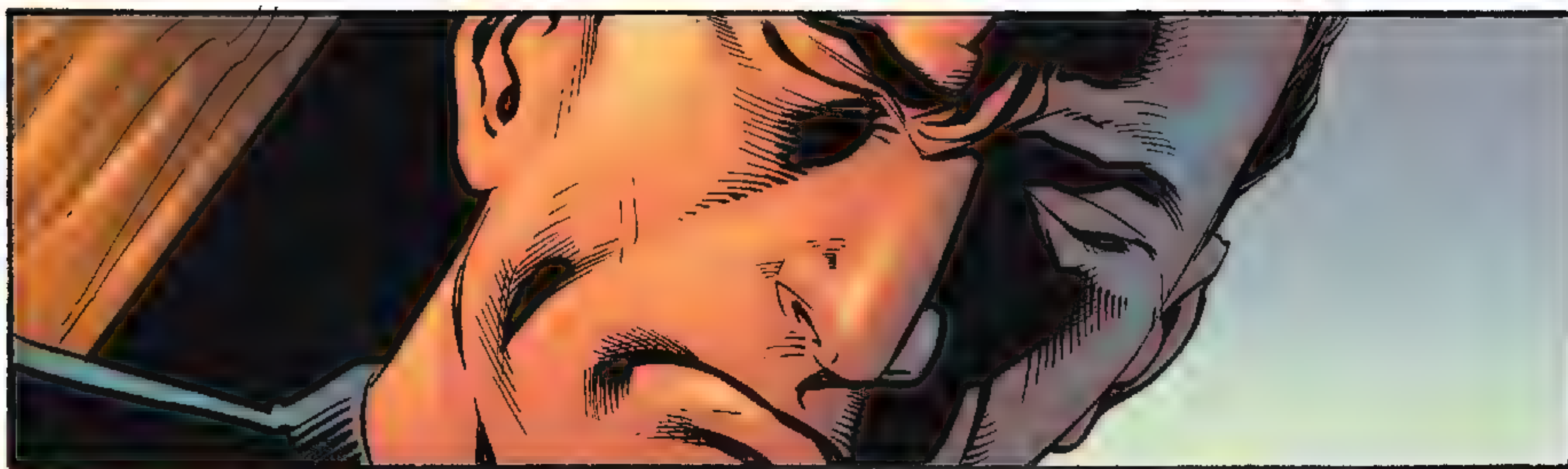






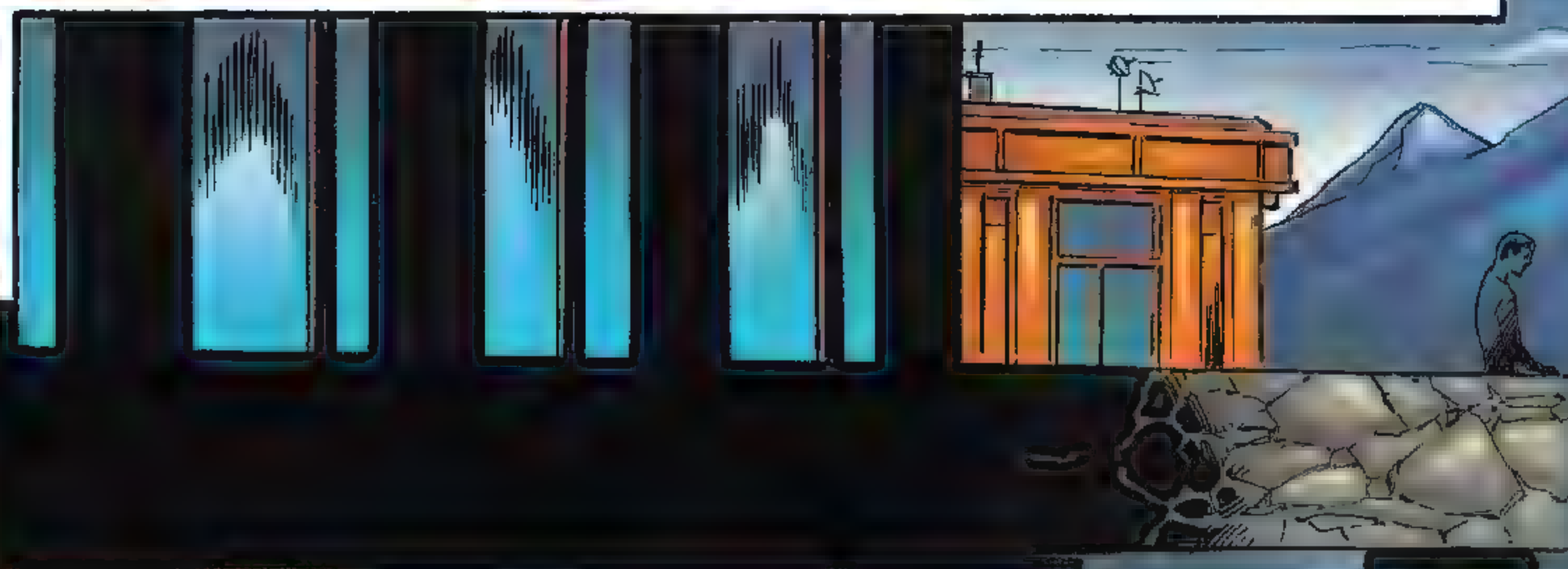
DAD? WHAT
DID YOU DO?
DAD!!!

OH, MY GOD,
P-PETER?



And this
is what the
great Nick
Fury has
sunk to...

Shoving my
own child in
front of
me.



Sorry,
kid.

Wasn't
the plan.

Harry,
I...



Harry...



Harry,
sorry to keep
you waiting.

It's been
one of those
decades.

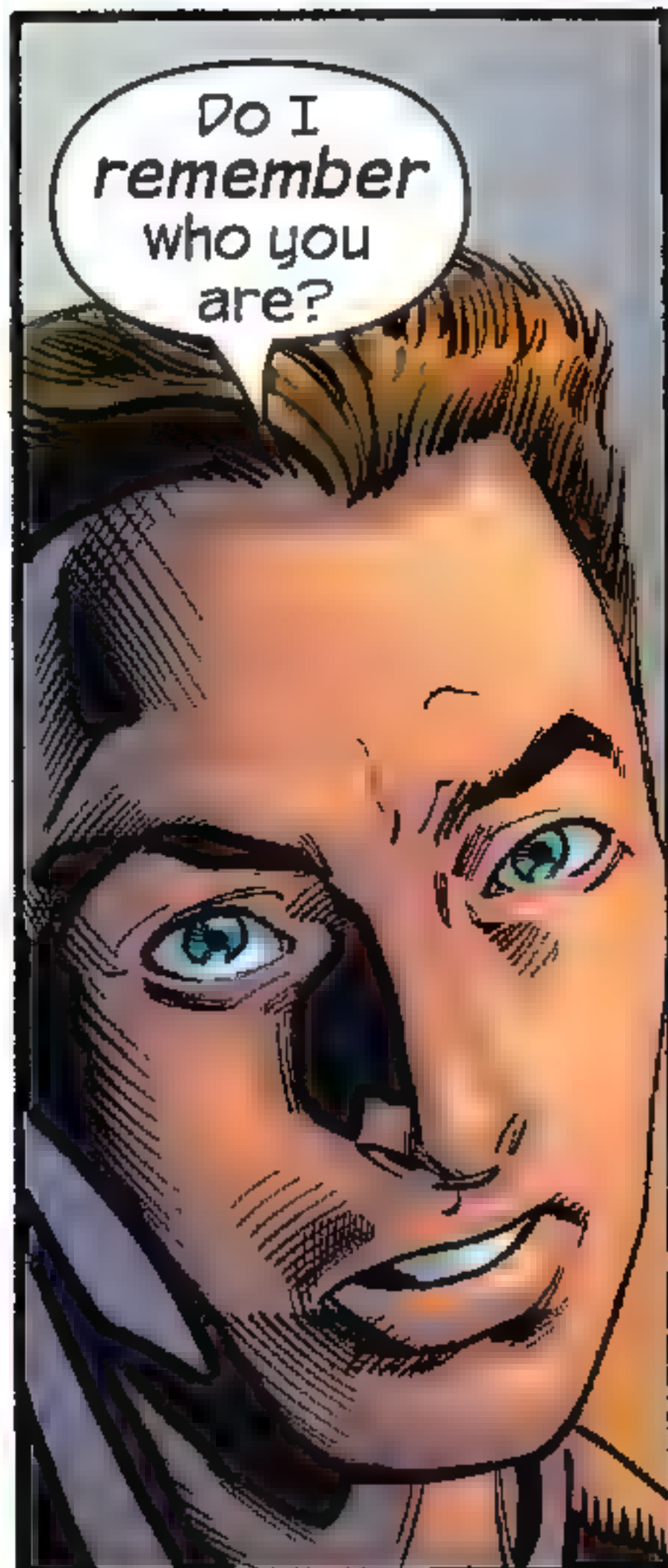


Uh, I-
uh...

No one
told you I was
coming?

No. I
was- I was
just--

Do you
remember who
I am?



Do I
remember
who you
are?



You
know who
I am?



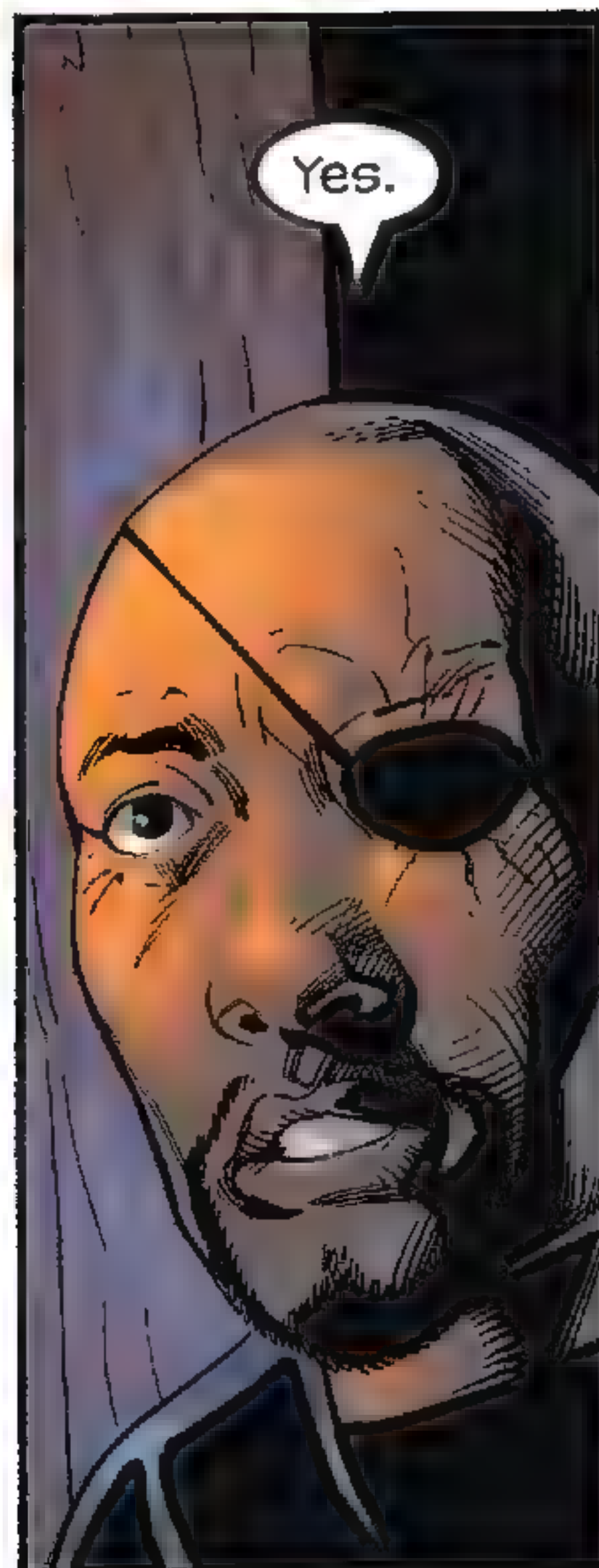
You're
Nick Fury.

I don't run
the world- I
work to keep
the world
safe.

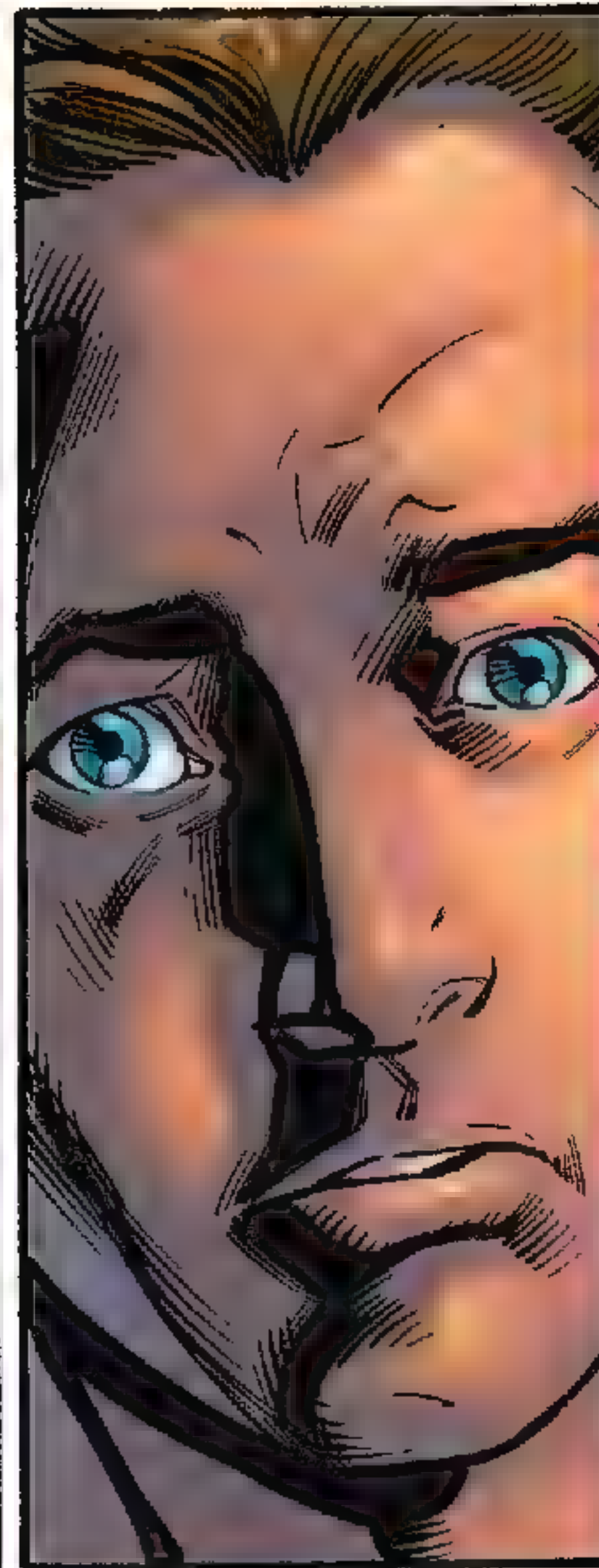
You, like, run
the world. You're
on TV every ten
minutes.

But you...
don't remember
meeting me
before?

We met before?
D'you know my dad?

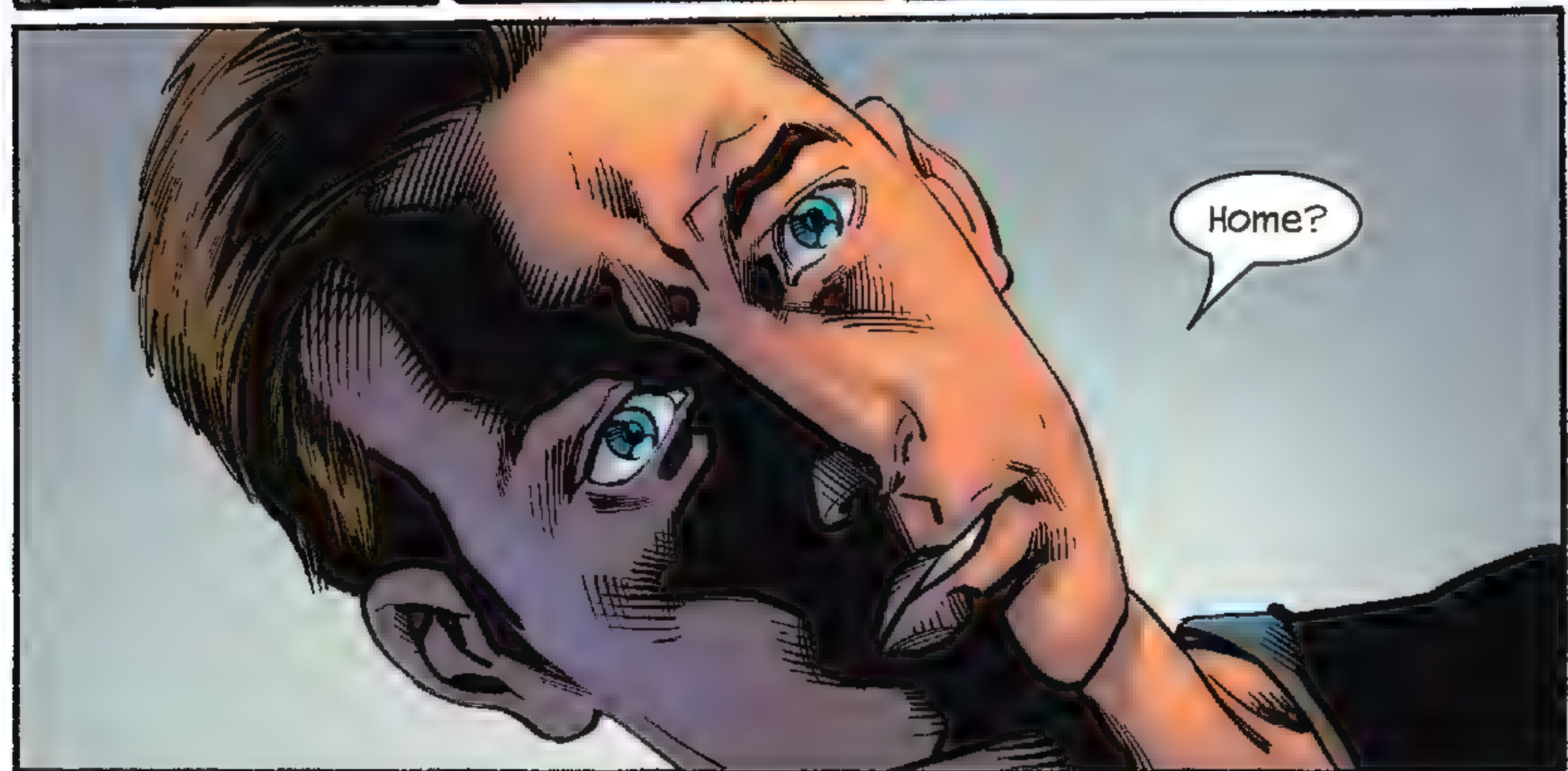


Yes.

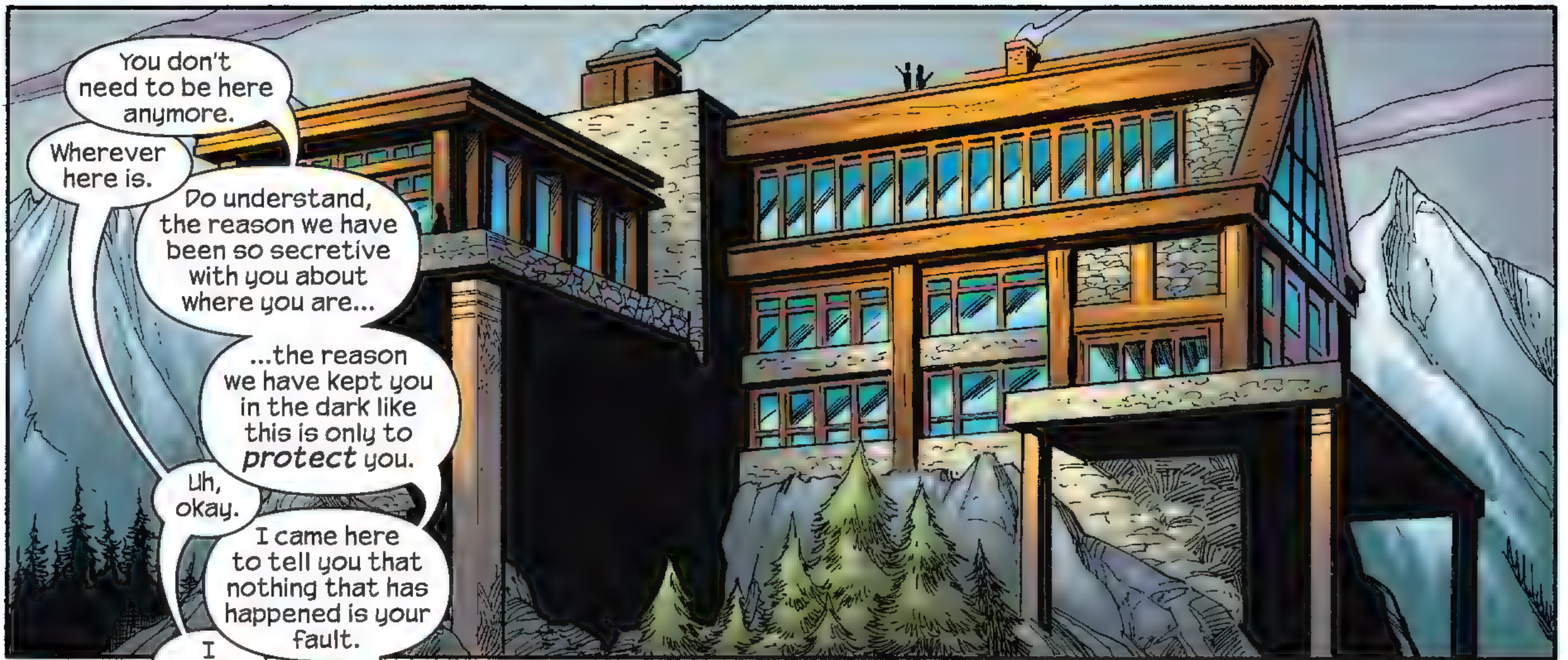


I came here special.
I made a special trip
to see you--

--to tell you
you're finally
going home.



Home?



You don't need to be here anymore.

Wherever here is.

Do understand, the reason we have been so secretive with you about where you are...

...the reason we have kept you in the dark like this is only to *protect* you.

Uh, okay.

I came here to tell you that nothing that has happened is your fault.

I know.

I didn't do anything wrong.

Do you know *whose* fault it is?

Umm...

Everything that happened, happened because of your *father*.

Norman Osborn turned himself into something he could not control, something dangerous.

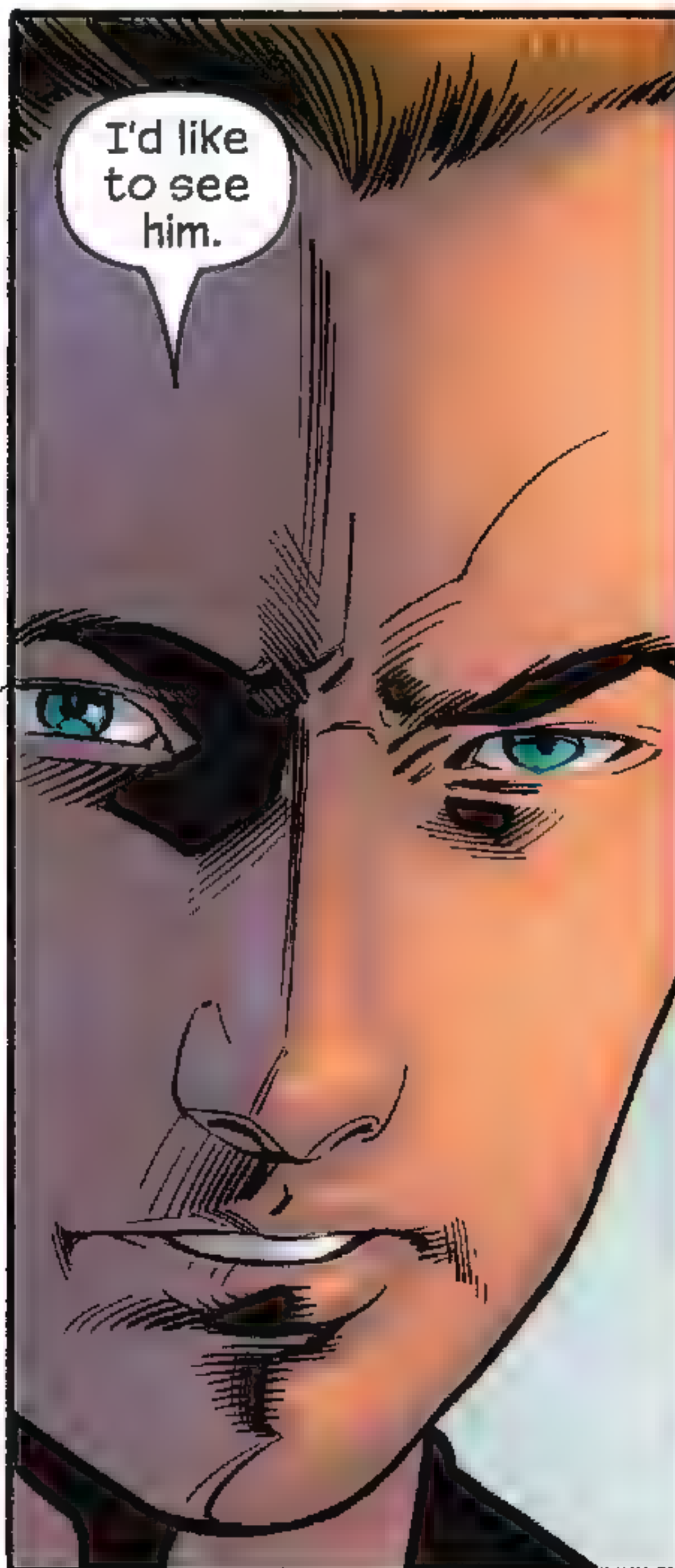
But that danger is over, so it's time for you to slide back into society.

We can't hold you here anymore.

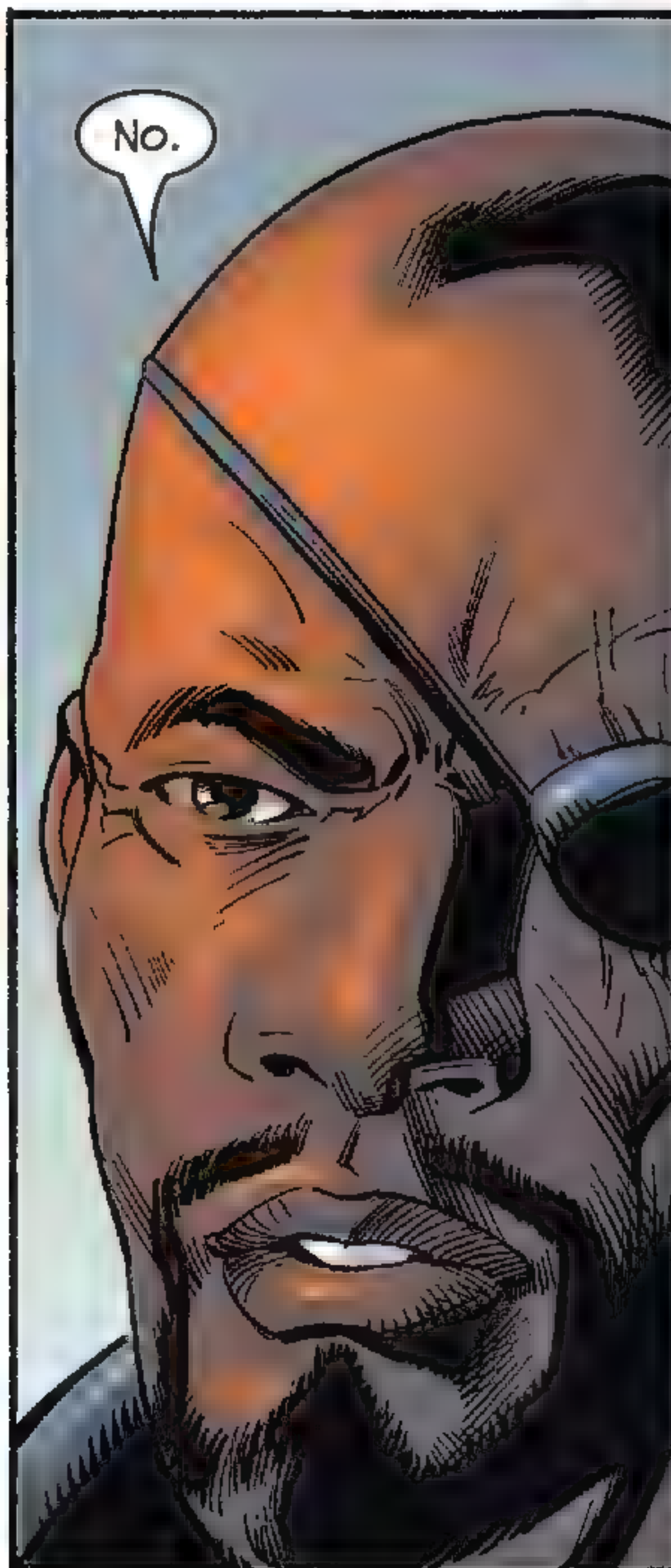
Where is he?



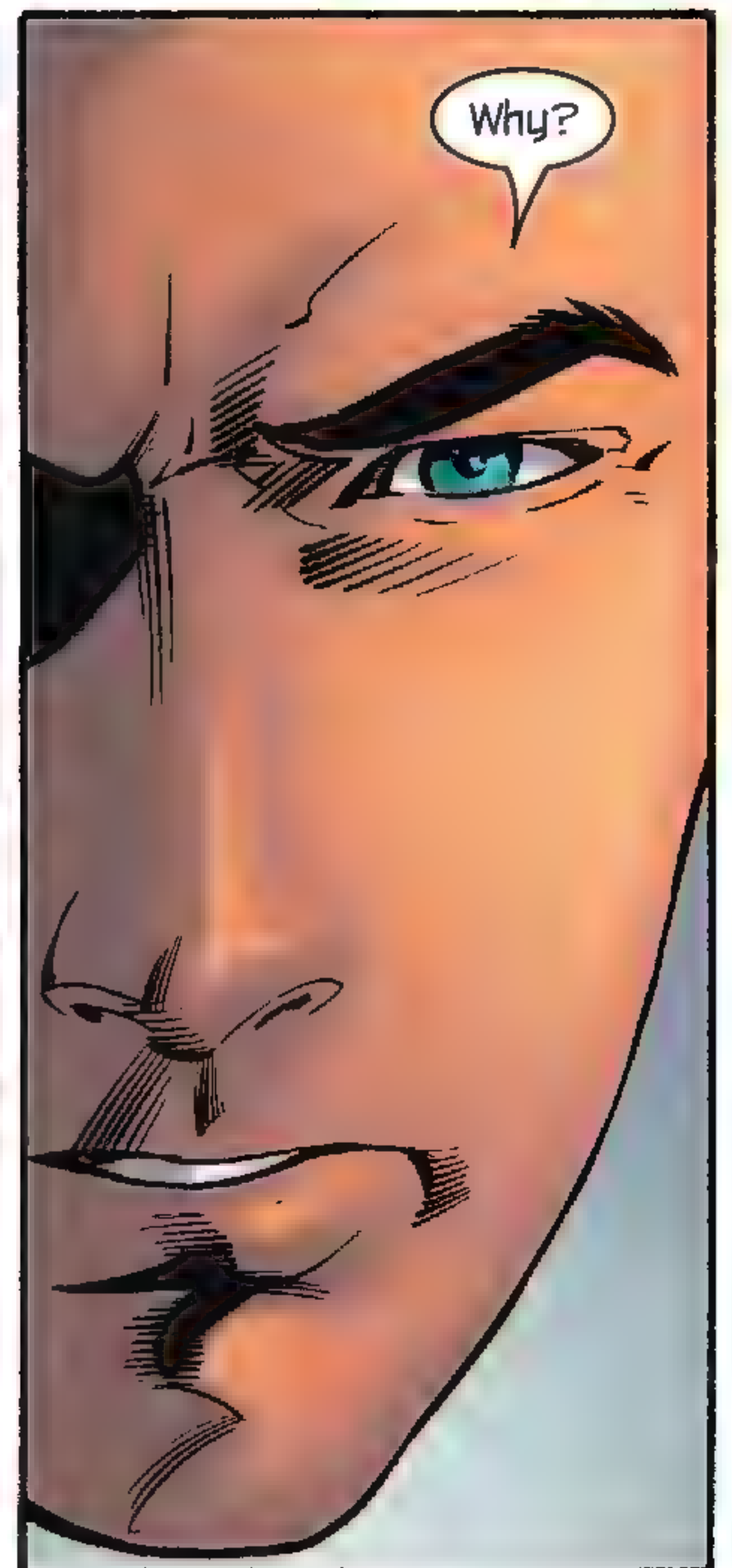
He's locked away safe. He can't hurt you.



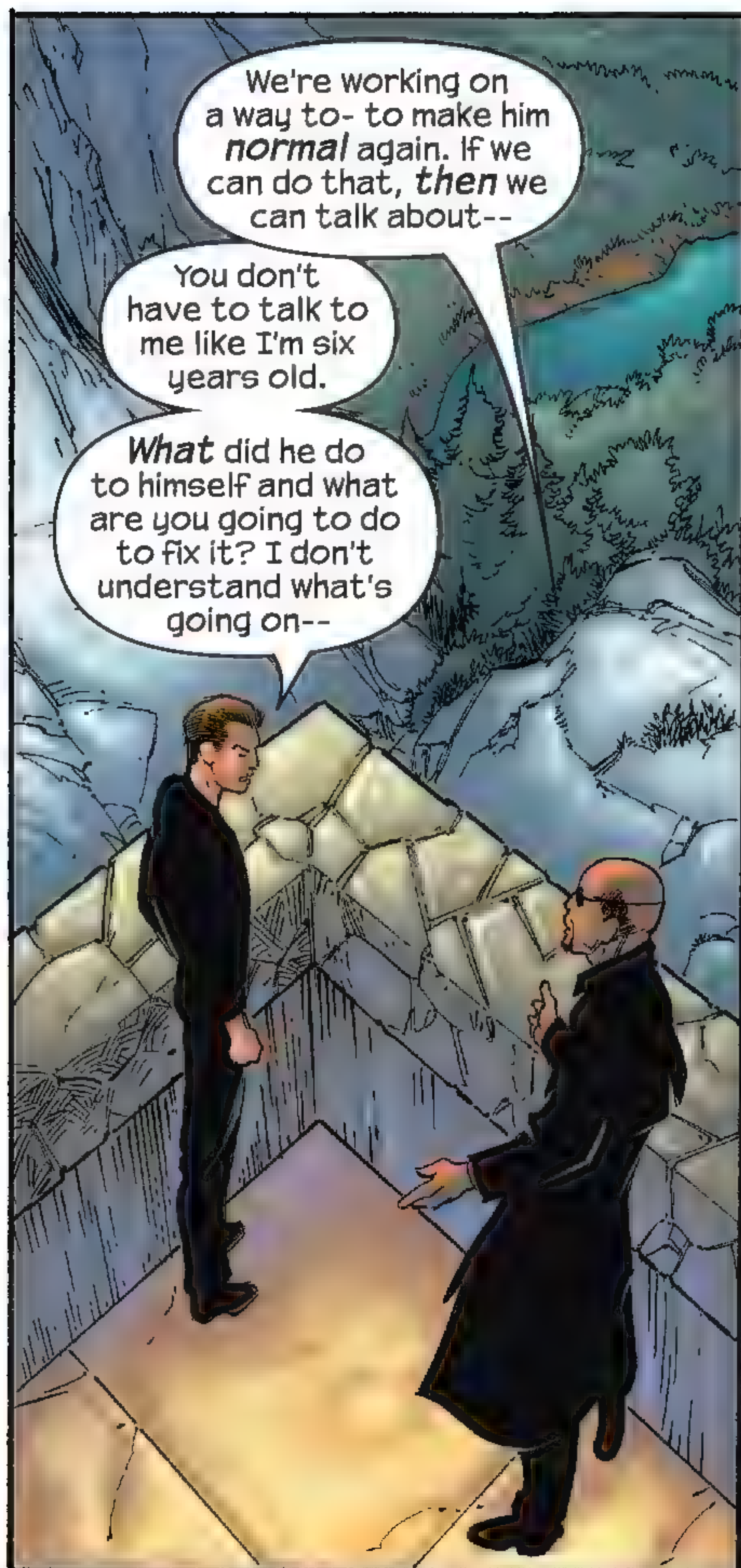
I'd like to see him.



No.



Why?



We're working on a way to- to make him *normal* again. If we can do that, *then* we can talk about--

You don't have to talk to me like I'm six years old.

What did he do to himself and what are you going to do to fix it? I don't understand what's going on--



I'm *not* talking down to you.

I'm trying to explain myself to you but it's difficult because you don't seem to--

--because most of this information is classified.

For national security purposes I'm not allowed to discuss *any* of this with you at all.

You *are* just a civilian.



But I do feel bad for what happened to you.

I feel bad that you got thrown in the middle of all this.

You're just a kid.

Kids like you, you and your friend Peter Parker, you shouldn't be involved in things like this at your age.

Even- do know- even if we cure your father...

...and we will try everything in our power to do so...

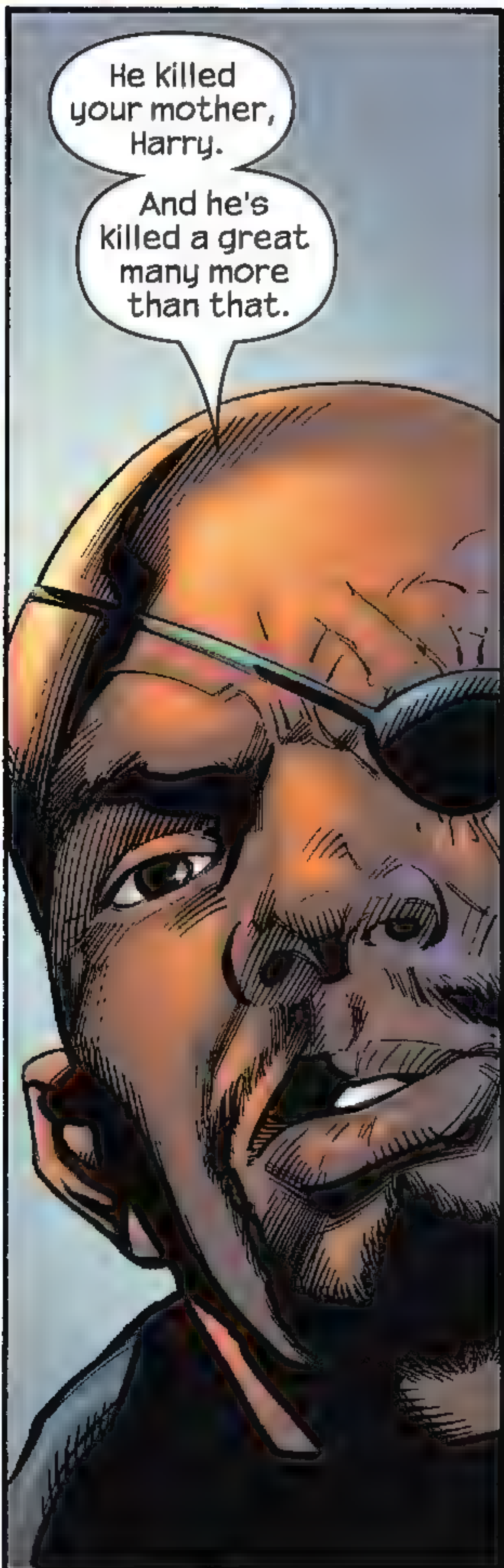


Do know your father made some bad choices.

And he's going to have to pay for them.

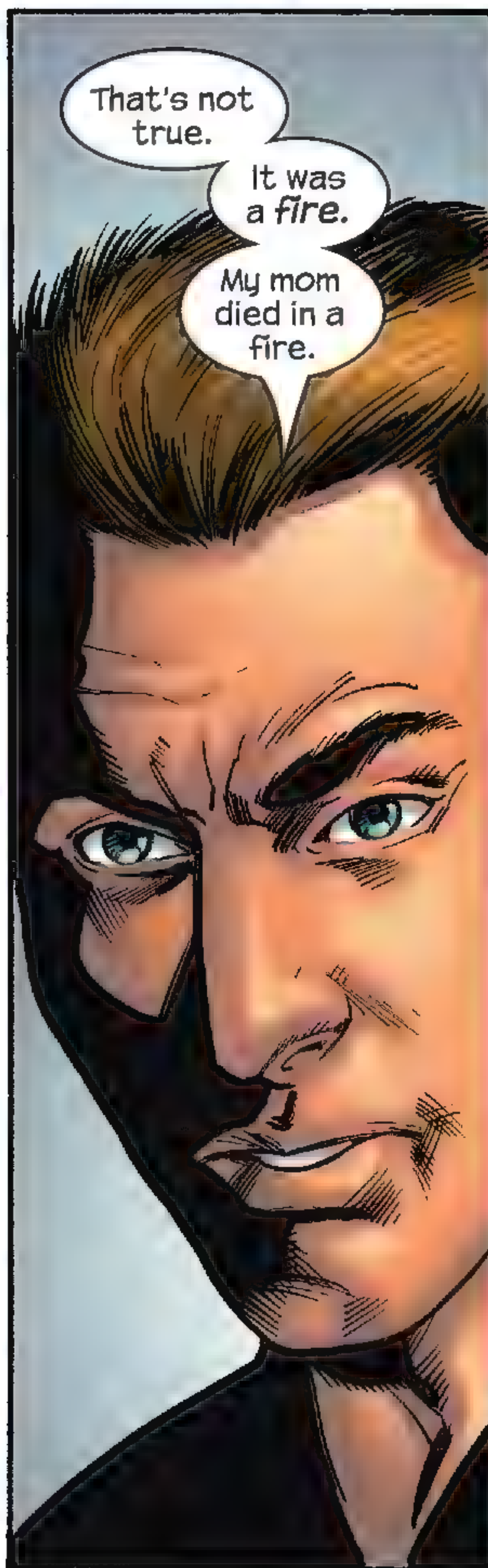


Bad choices?



He killed your mother, Harry.

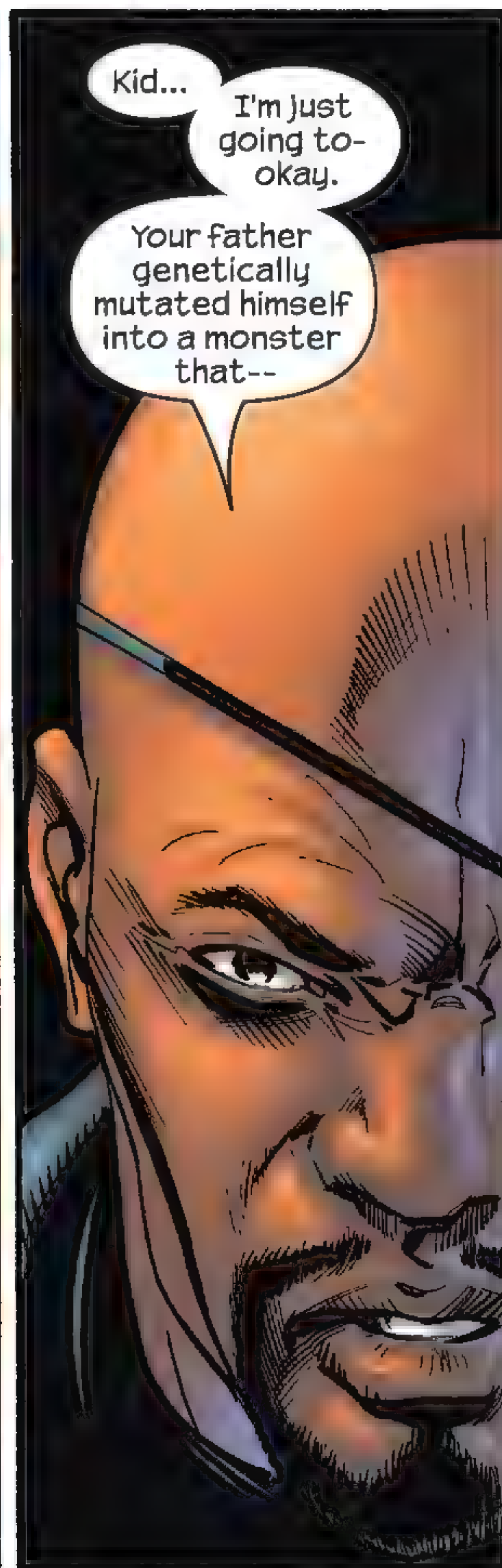
And he's killed a great many more than that.



That's not true.

It was a *fire*.

My mom died in a fire.



Kid...

I'm just going to- okay.

Your father genetically mutated himself into a monster that--



Kid...

For what it's worth, your father was *close* to greatness.

He was a great mind and an *amazing* businessman...

And the experiments he was funding were on the- on the *cusp* of something truly great.

But as the saying goes- almost doesn't count.

You're going to have to try to forget about him for now.

You're going to have to get some help and try to start a new chapter.

Start over.

How?

I have no mom or dad. I have no home.

But you do have *family*.

Your grandfather Amberson is going to take care of you.

He's waiting for you. We're going to take you to him.

You can go back to school if you want, you have your friends.

(But I *strongly* recommend continuing your therapy...)

And you're not being released into the world empty-handed.

What does *that* mean?

Means everything your parents owned...

...it's yours.

What has happened to you and your family- it's very unique.

It's a one-of-a-kind tragedy.

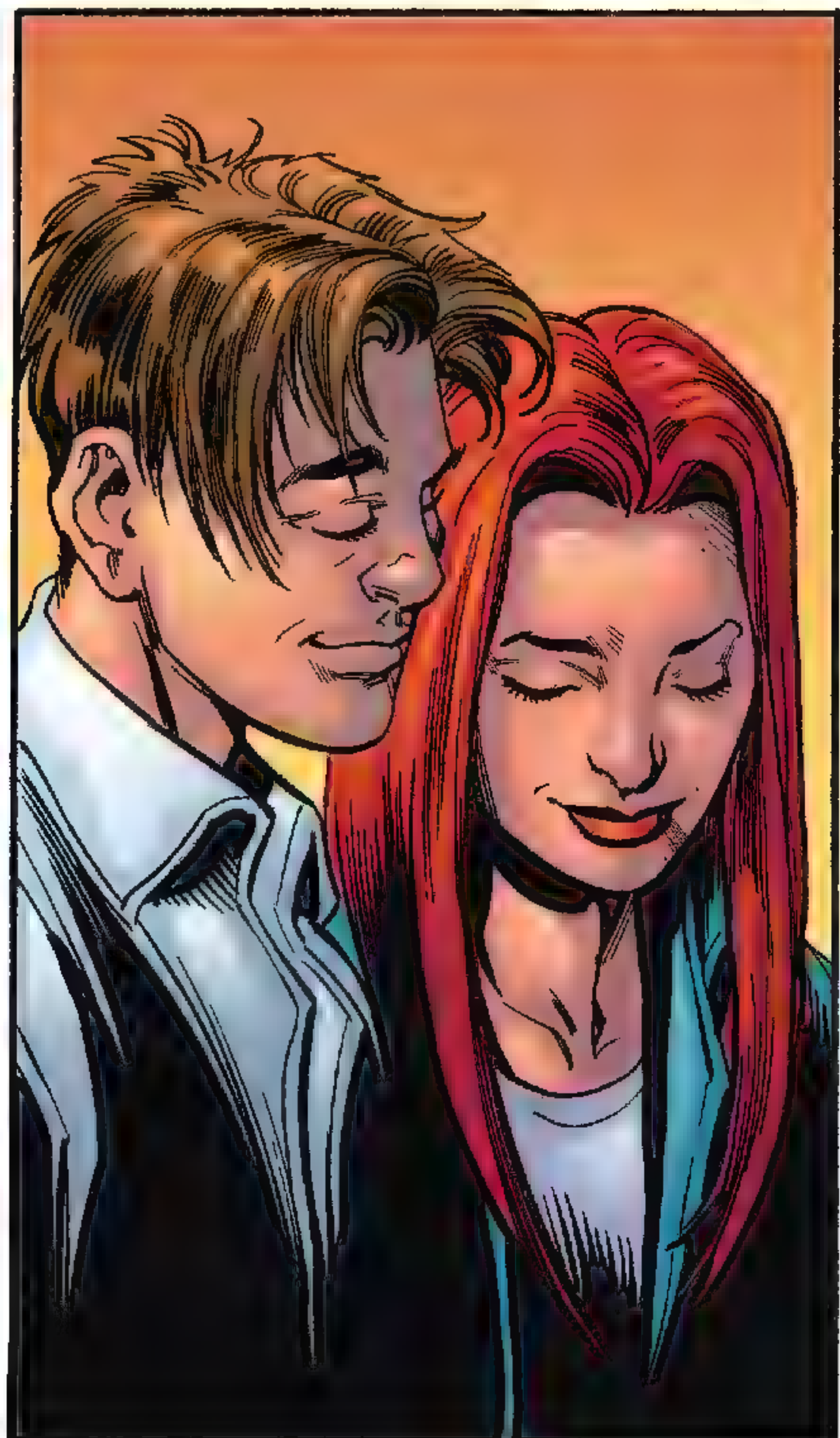
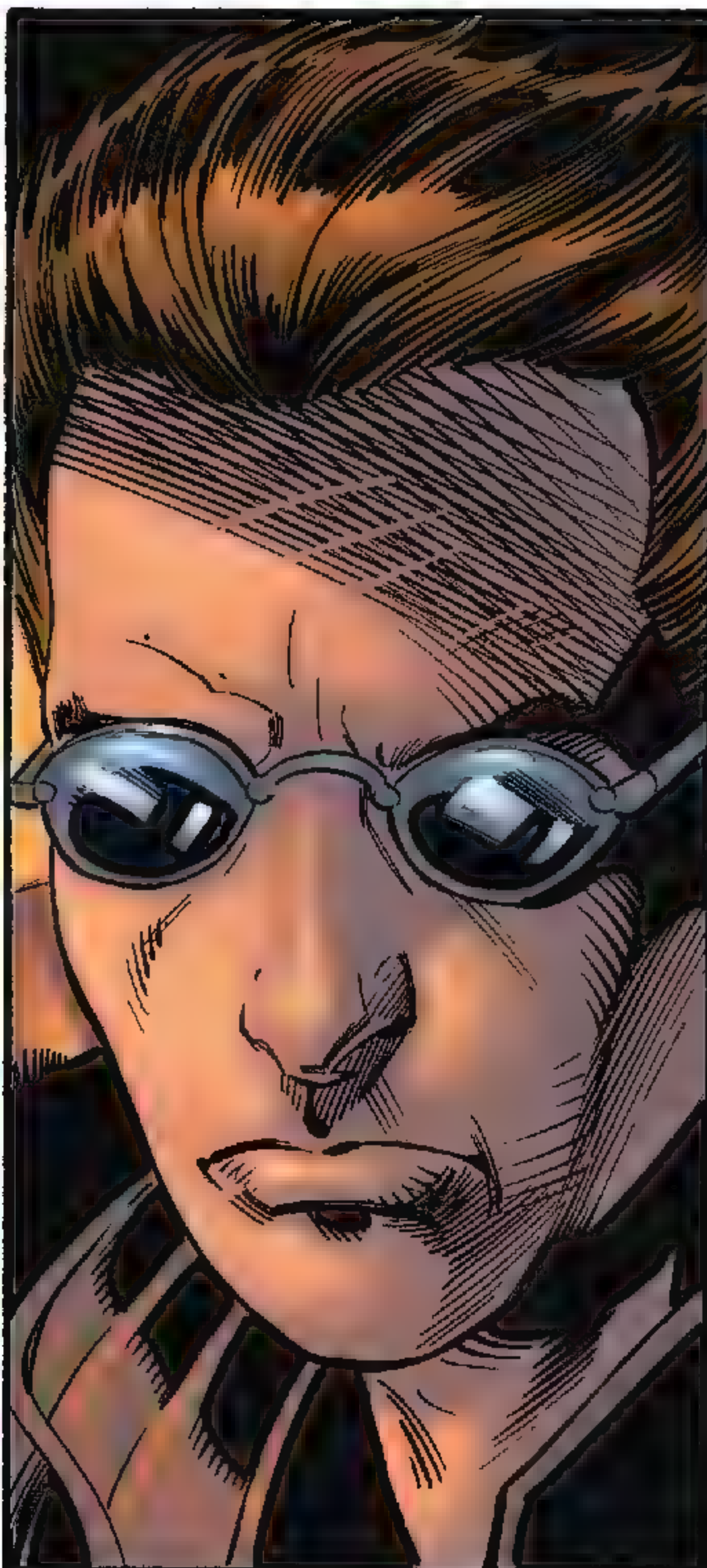
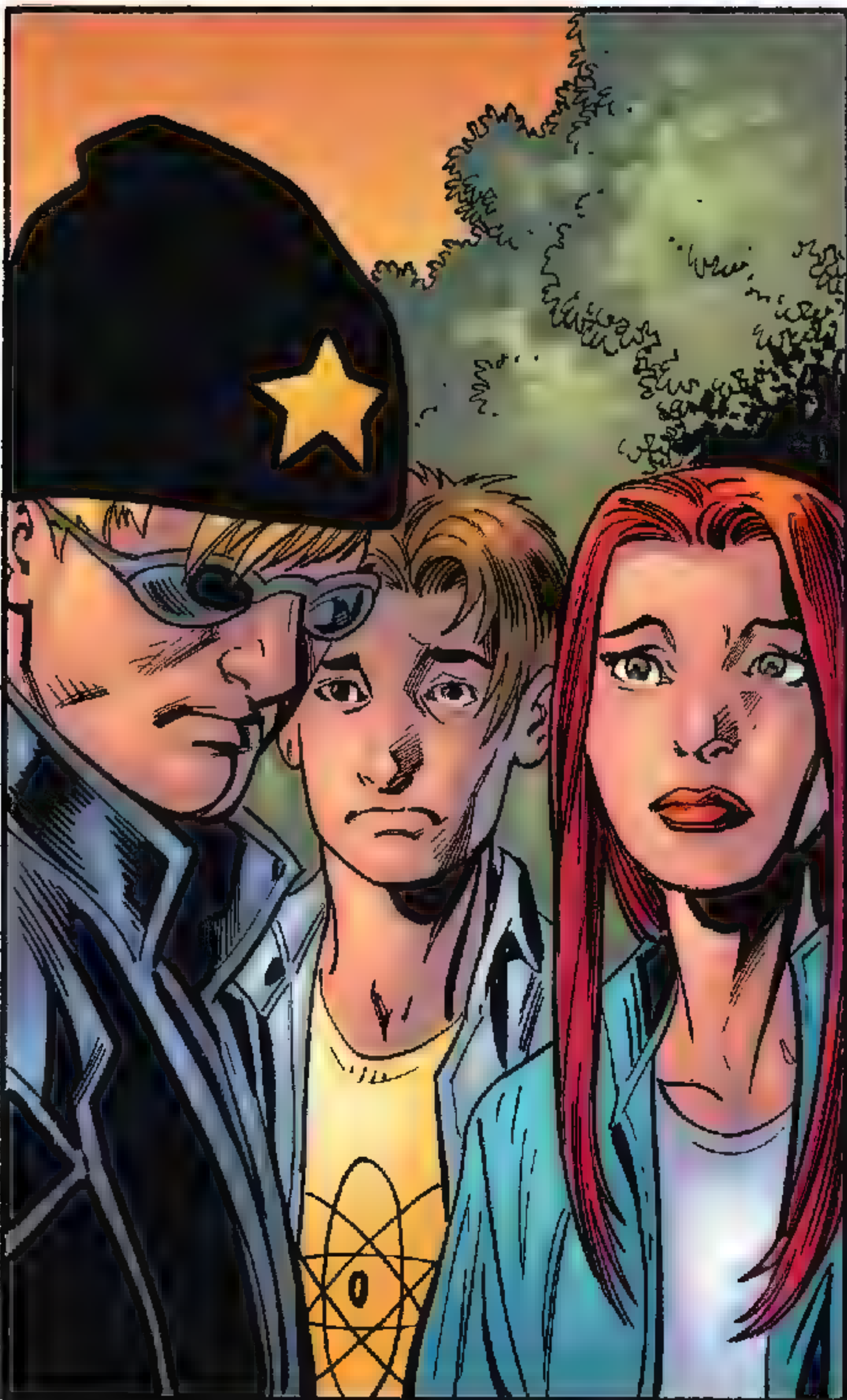
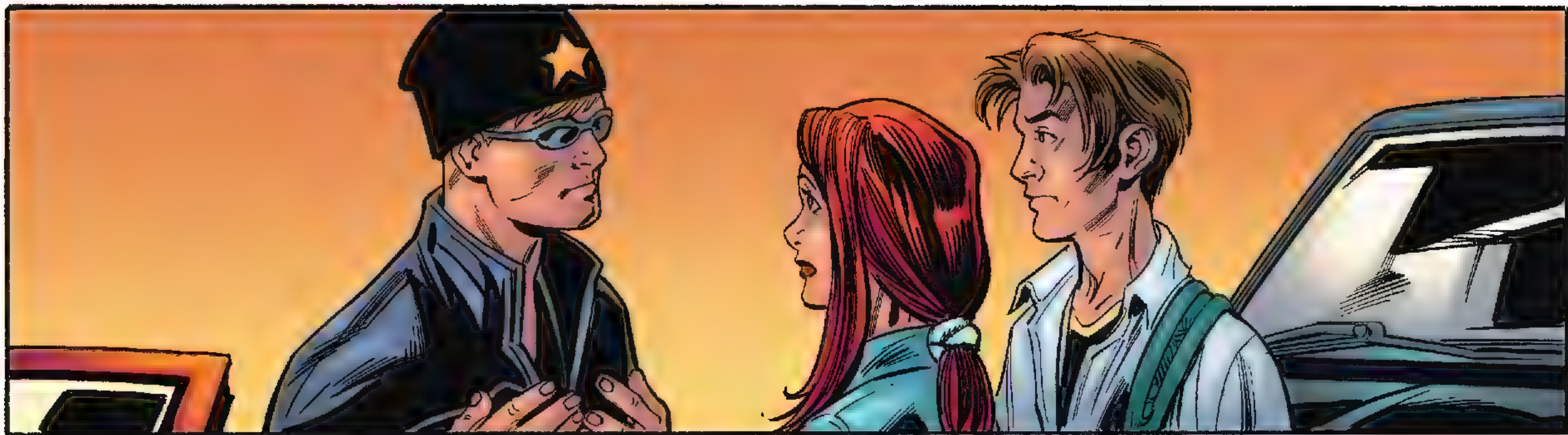
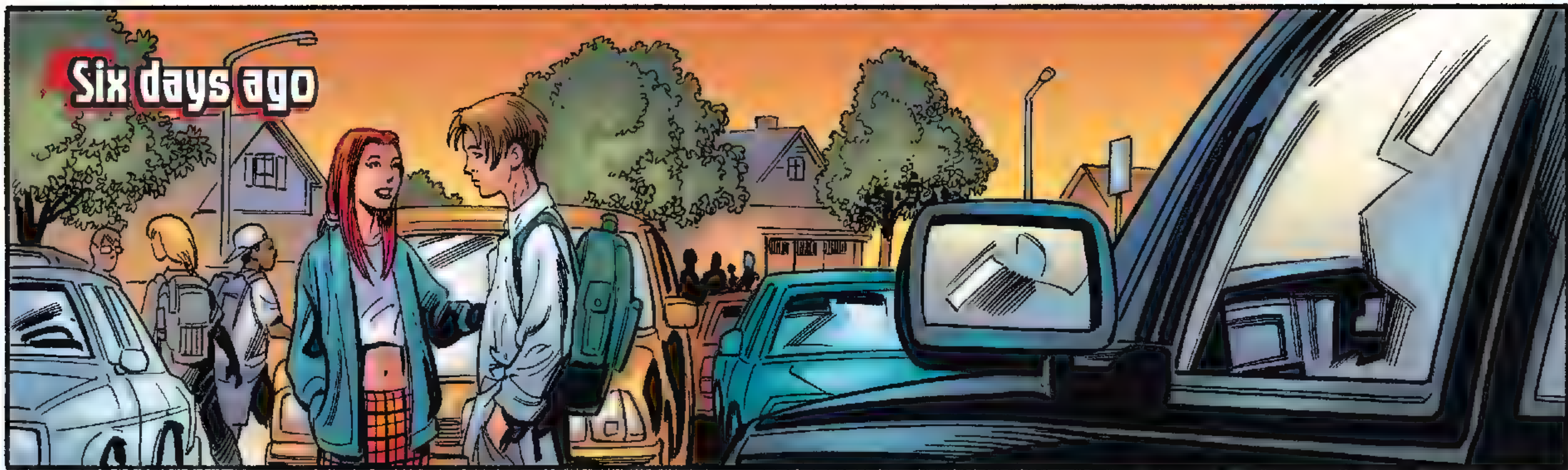
So we rigged it for you so you are legally being treated as an orphan in the eyes of the United States.

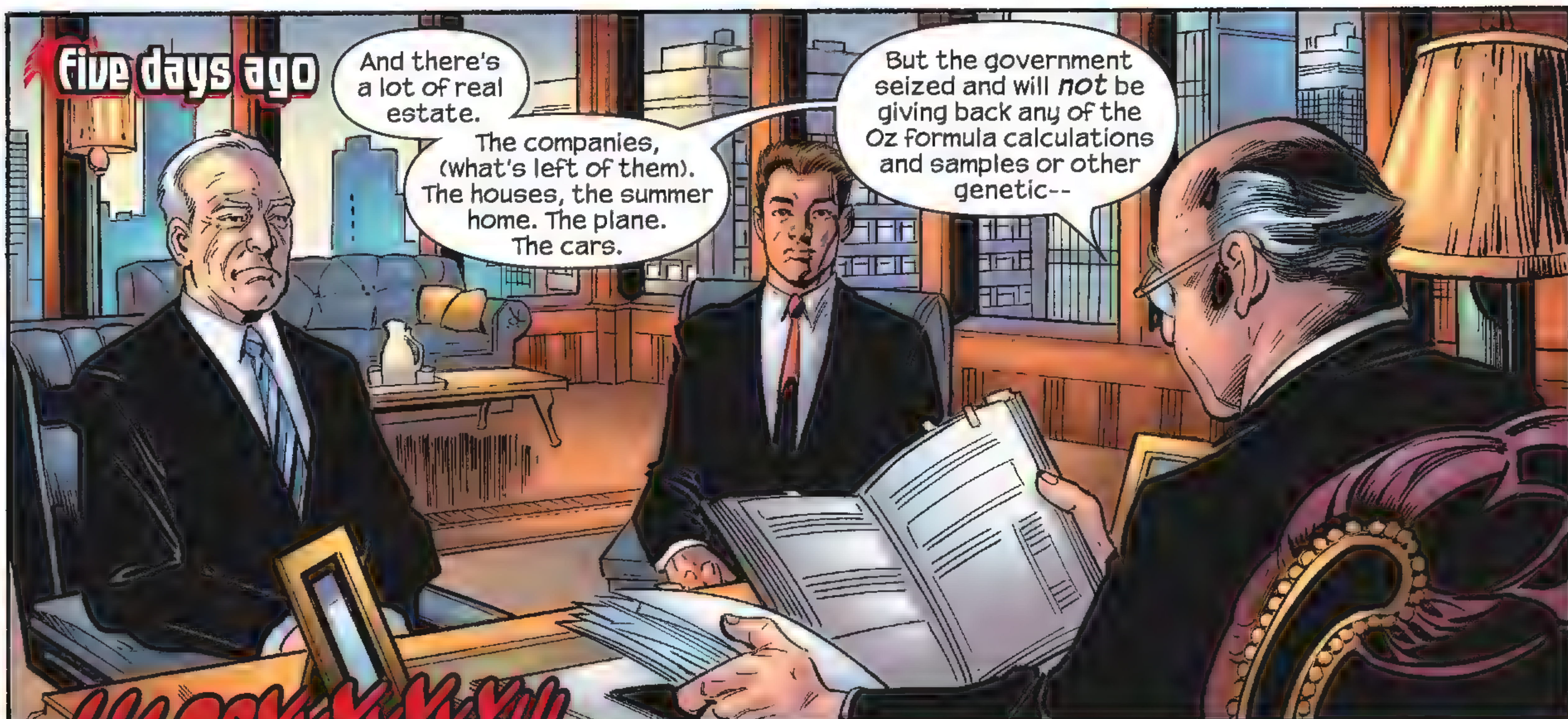
Least we could do, I think.

And your father *was* worth north of a hundred million dollars and...

Yeah.

You're officially the richest kid at school.





five days ago

And there's a lot of real estate.

The companies, (what's left of them). The houses, the summer home. The plane. The cars.

But the government seized and will *not* be giving back any of the Oz formula calculations and samples or other genetic--

HARRYYYYYY!!!

What the--???

Mom!

MOM!!!

Mom?

Harry, do you need a minute?



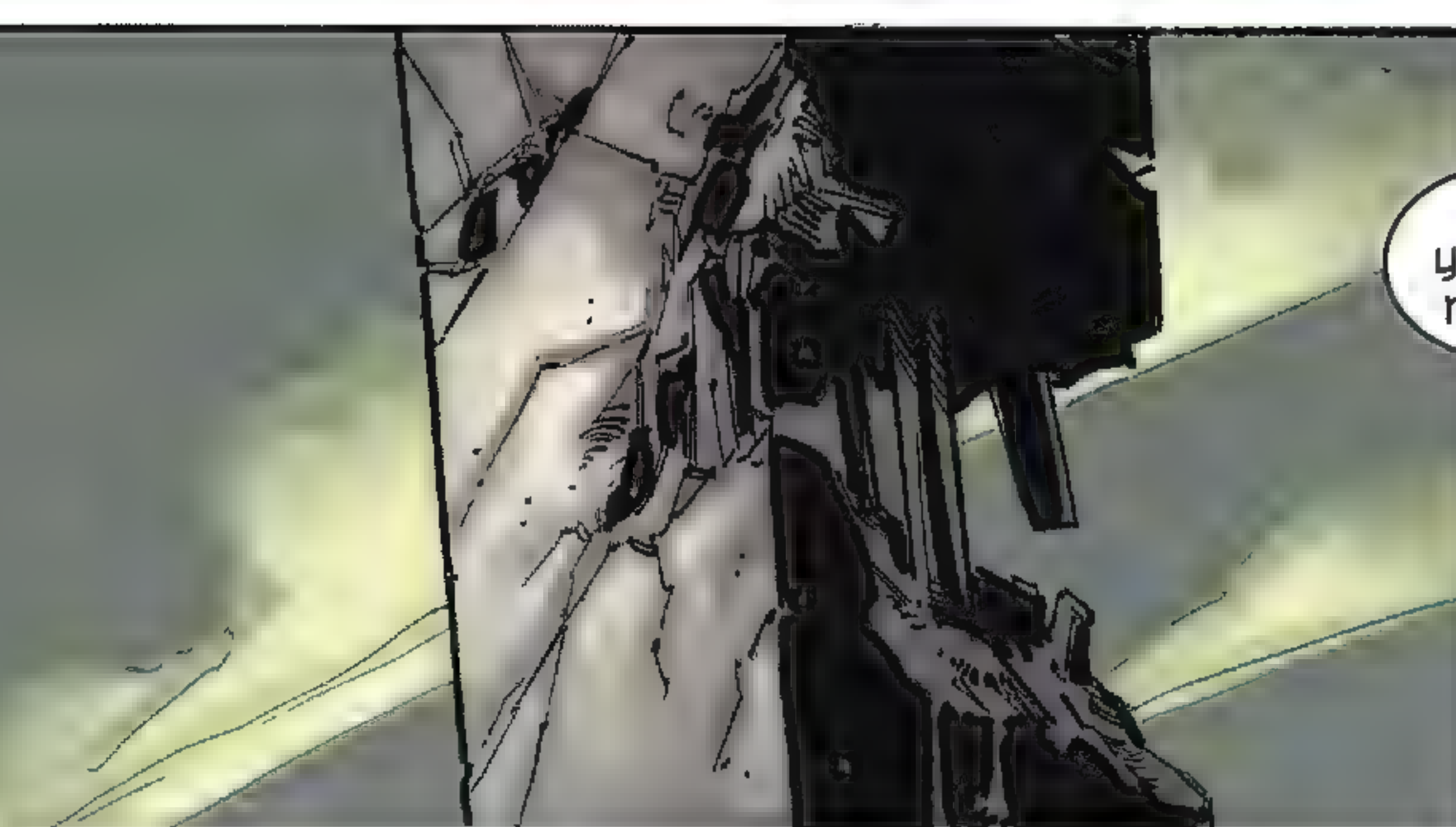
Hmmm?



I asked you if you needed to take a break...

What were you saying about the factories?

four days ago



Are you all right?

Grandpa, This is-- I was--

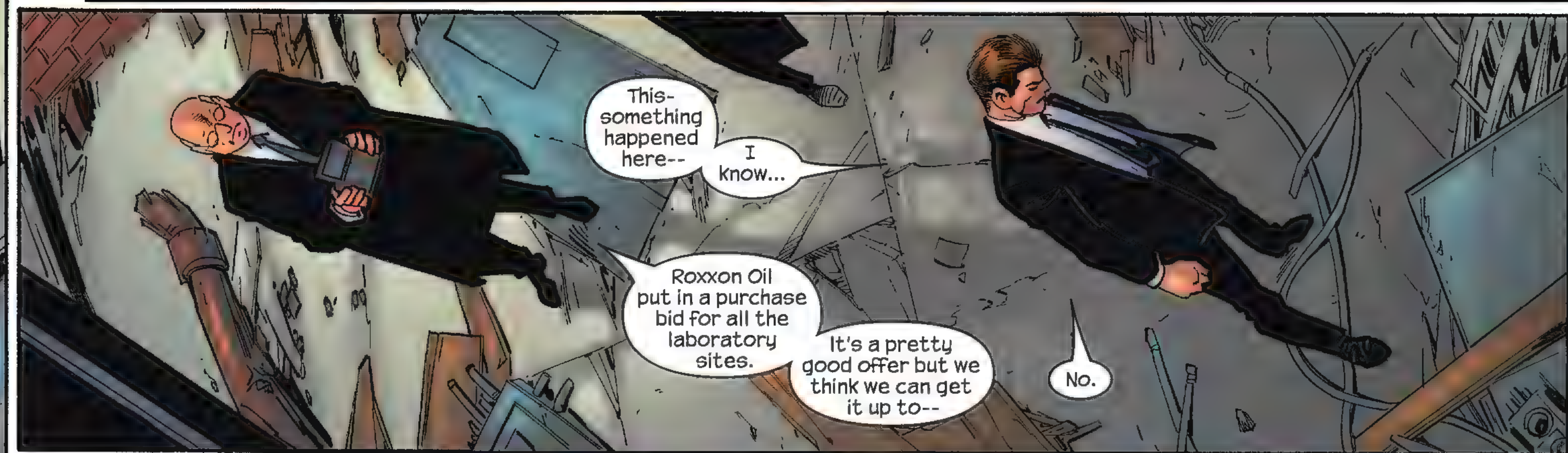
I- I know I was here.

I just--



The lab is off-limits to unauthorized personnel!!

And that includes *him*!!



This-- something happened here--

I know...

Roxxon Oil put in a purchase bid for all the laboratory sites.

It's a pretty good offer but we think we can get it up to--

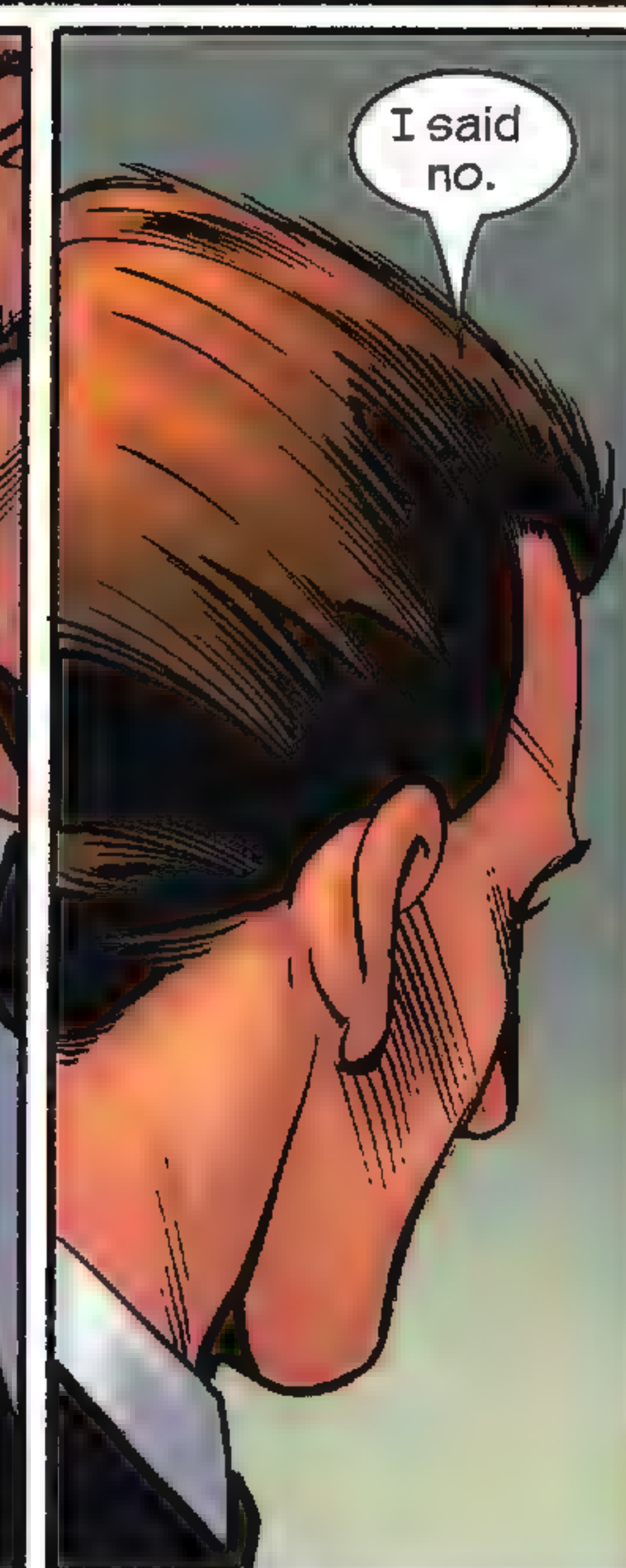
No.



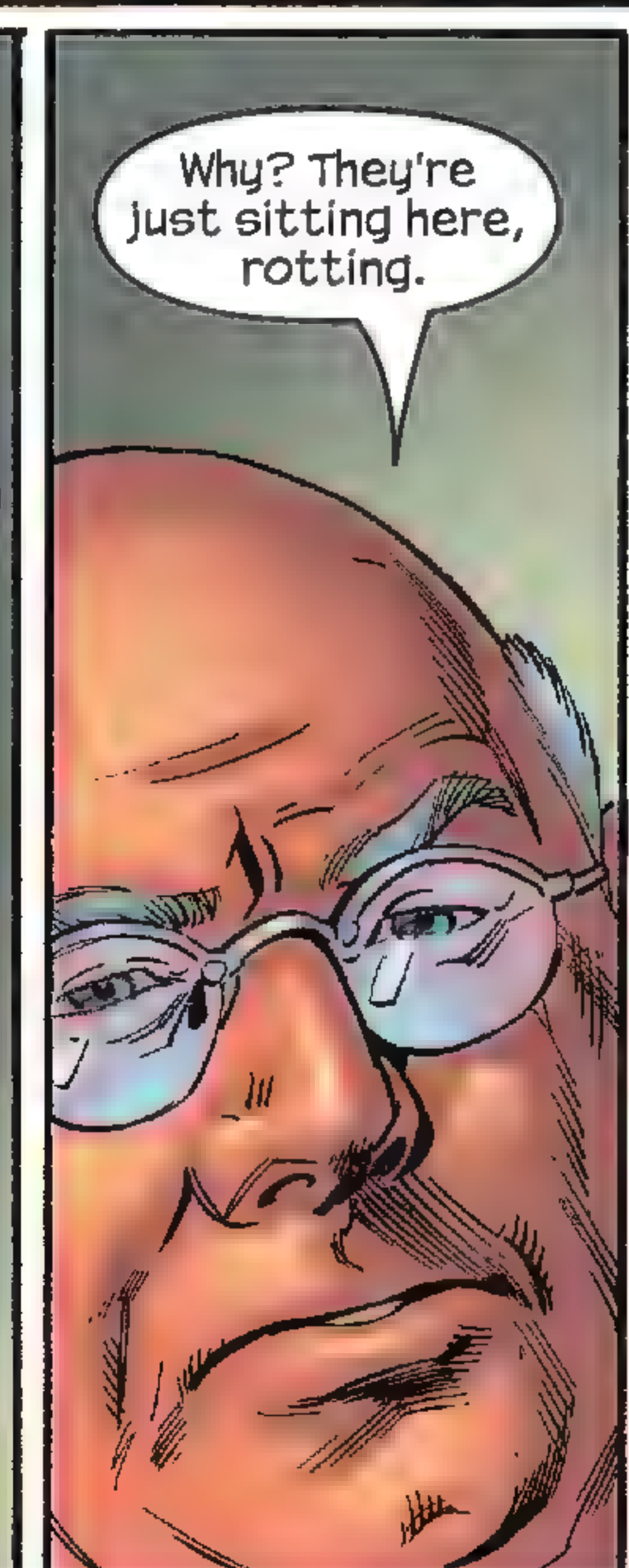
Harry, the value of the land alone is--

No, no sale.

Roxxon is a perfect buyer for these sites. They understand the value, they need the--



I said no.

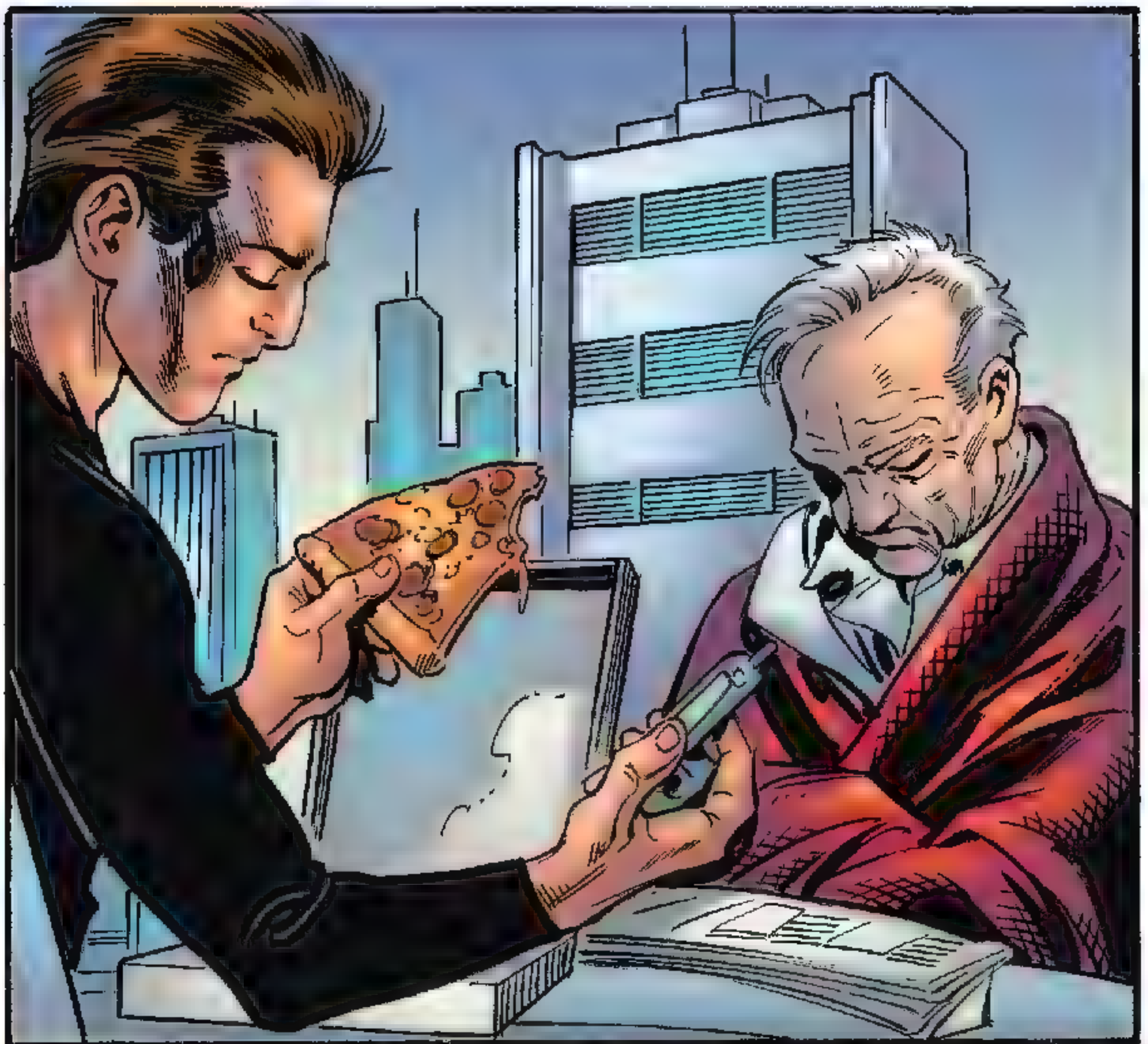


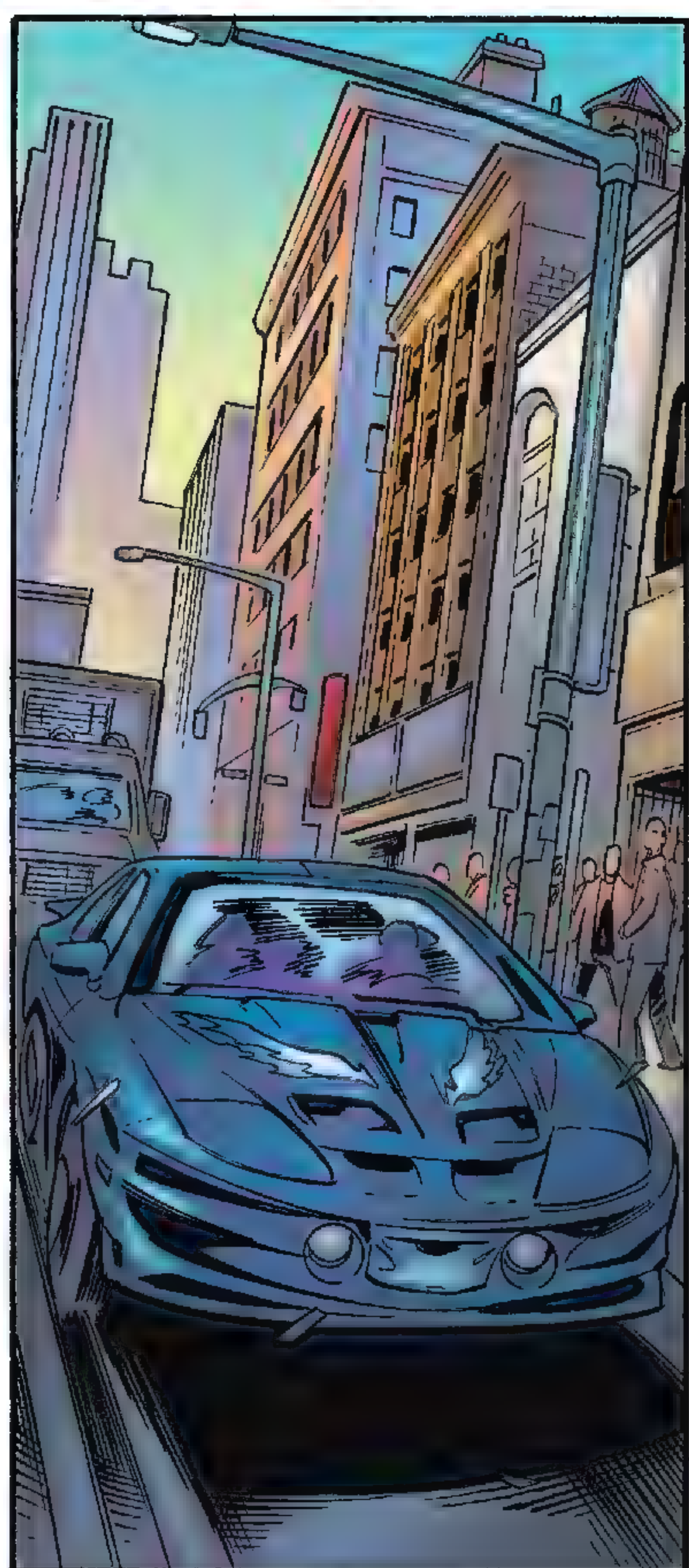
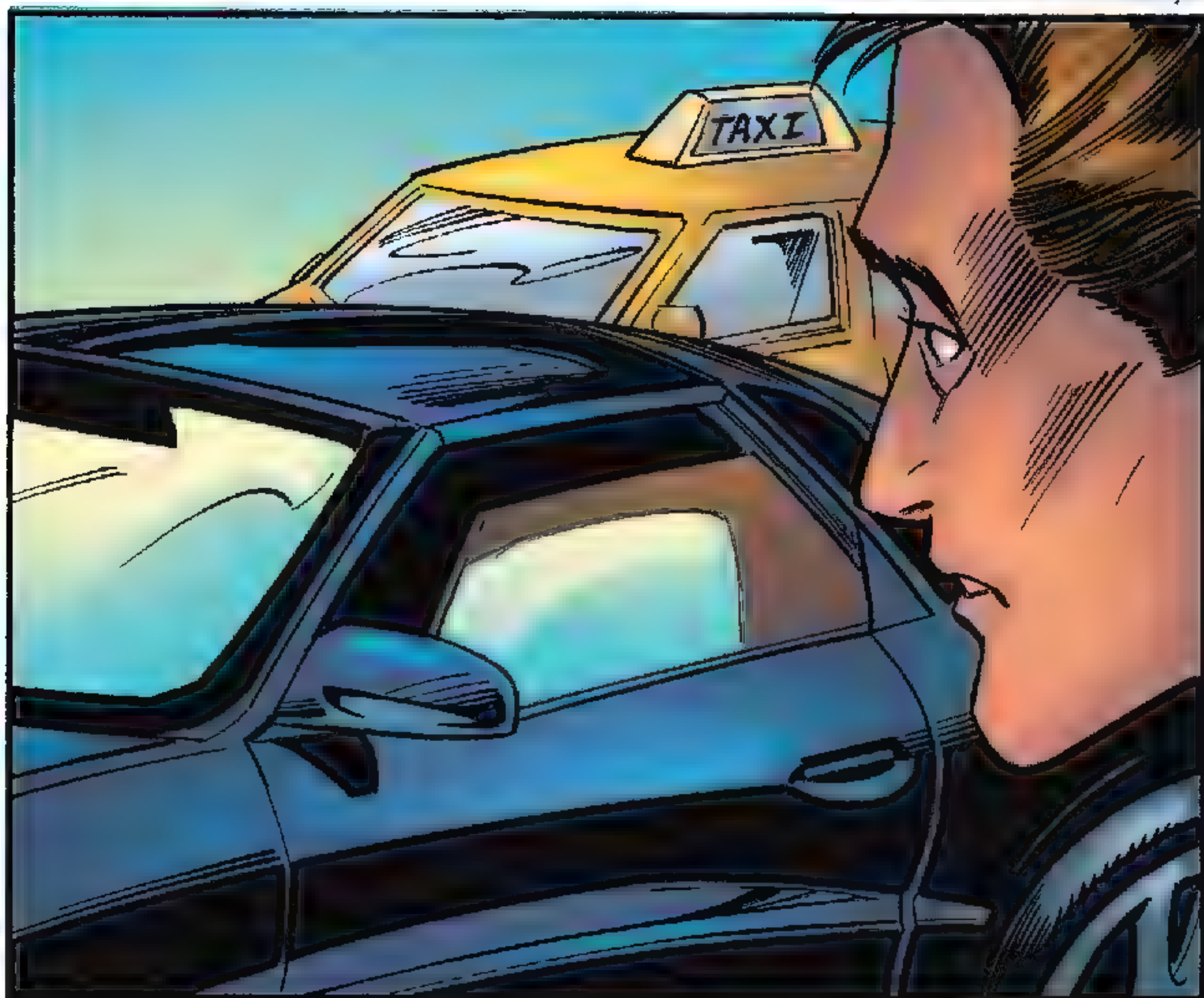
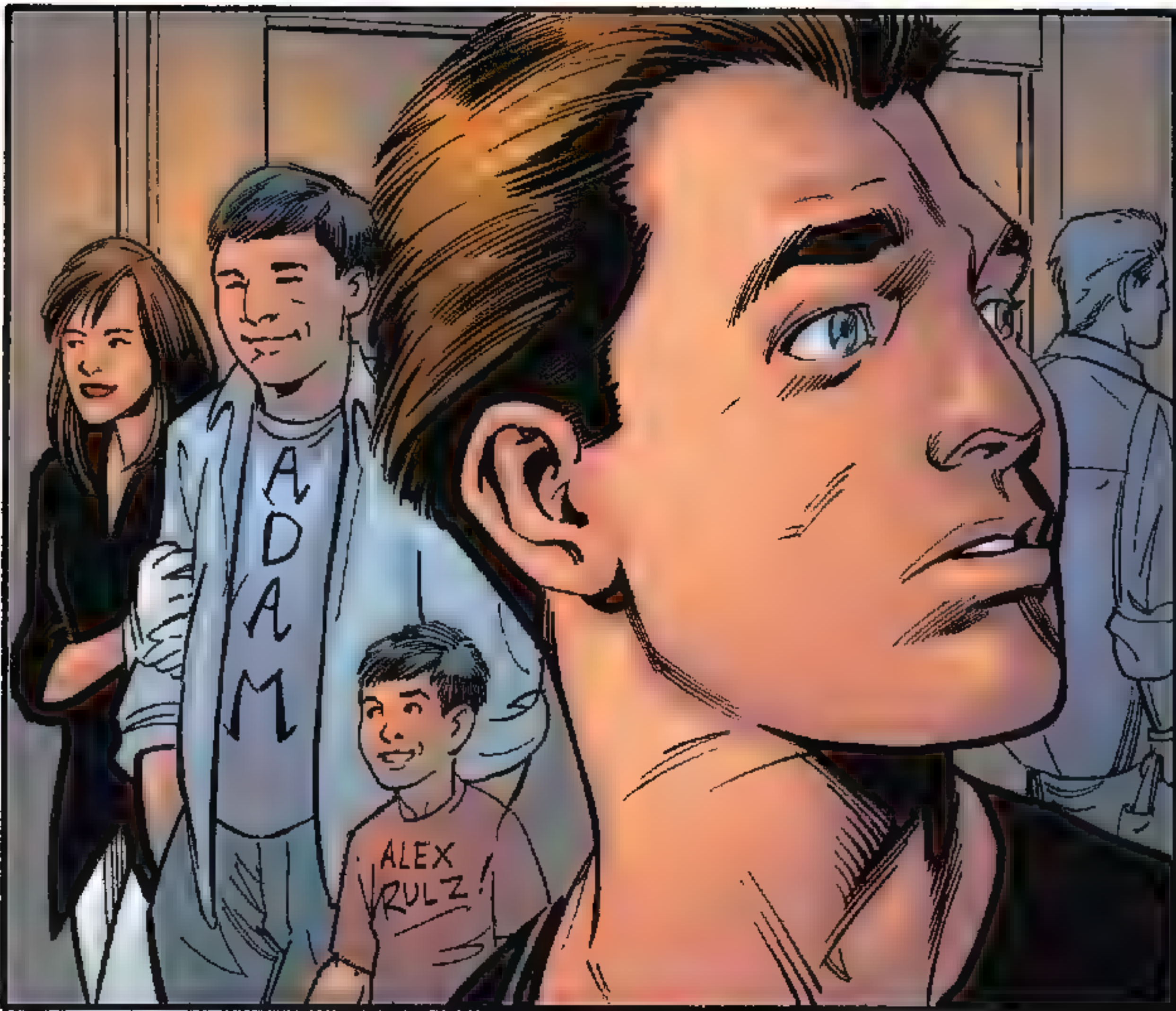
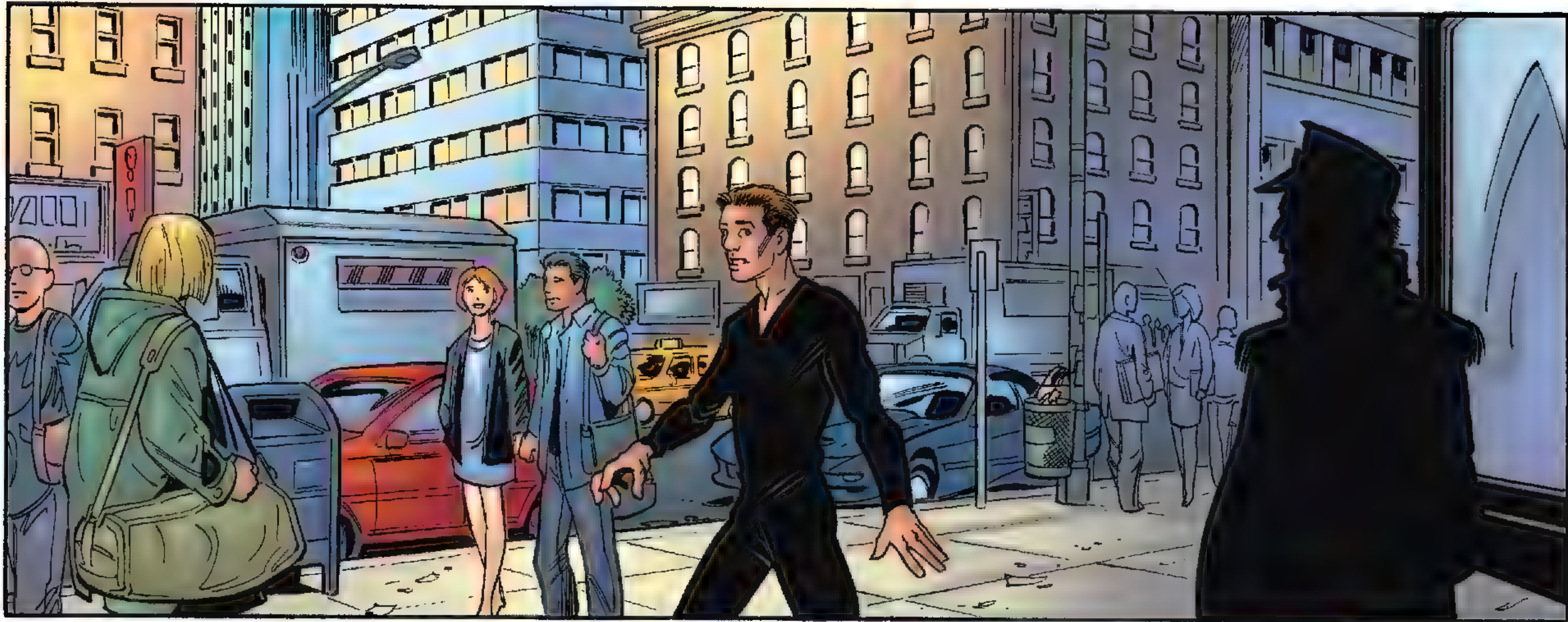
Why? They're just sitting here, rotting.

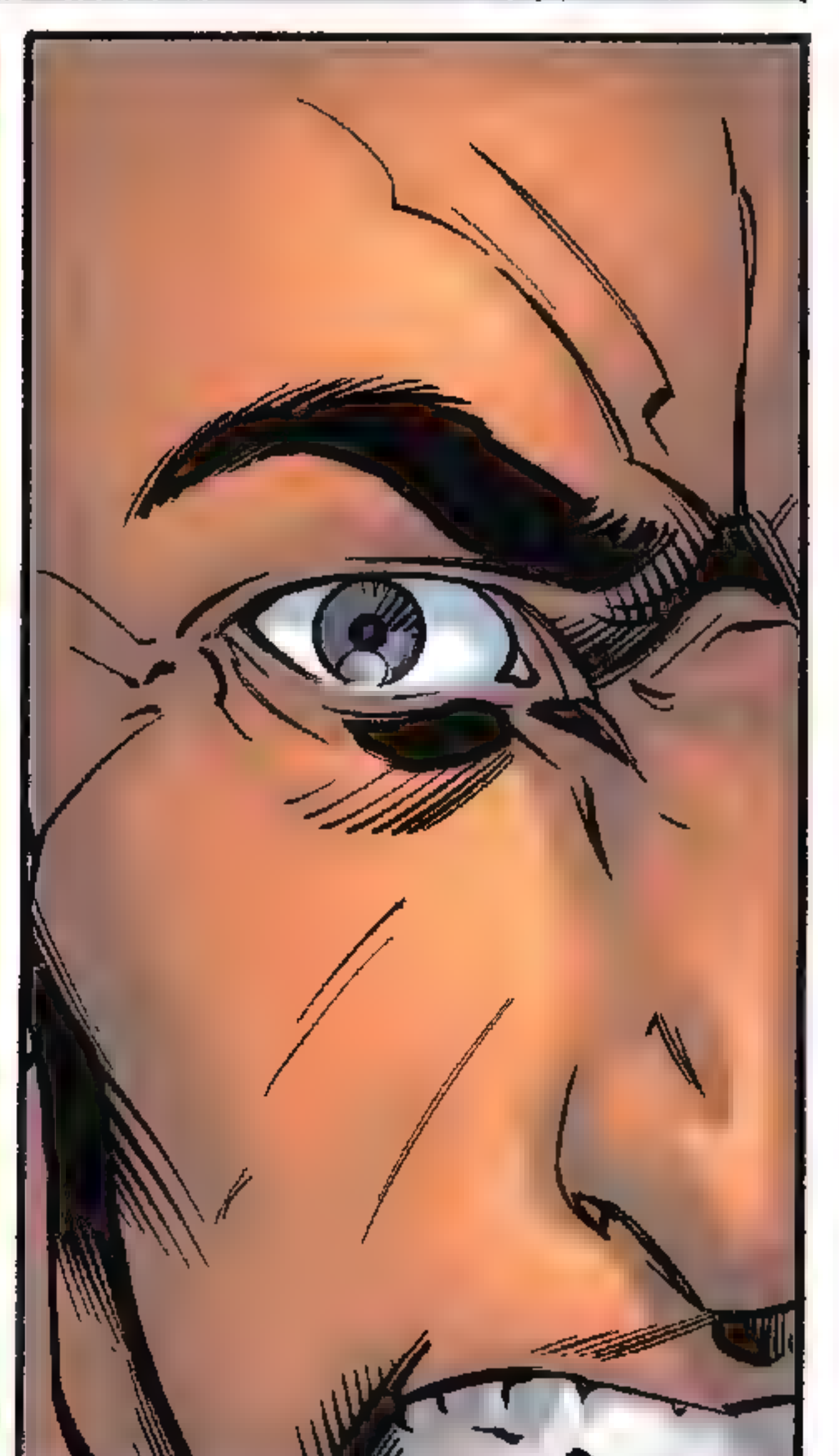
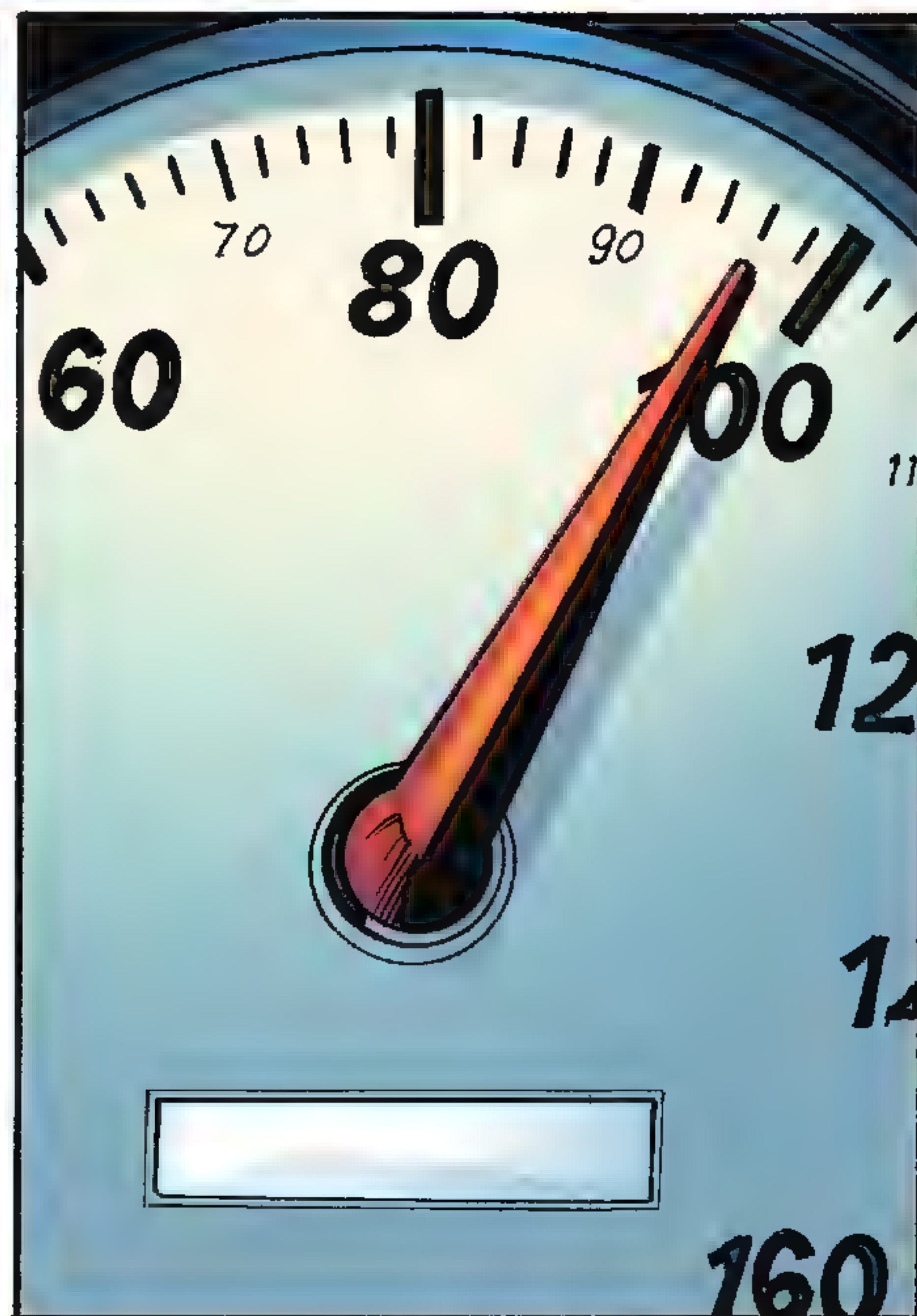
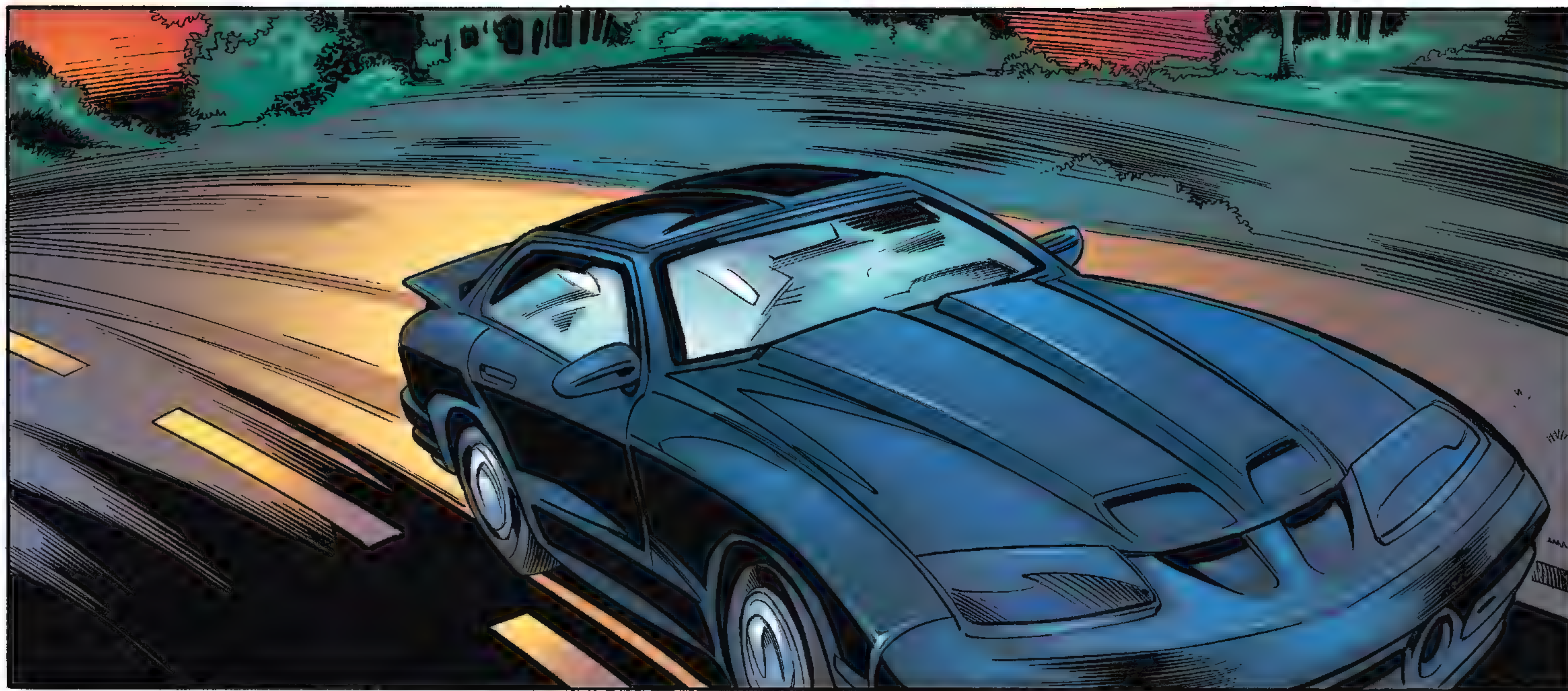


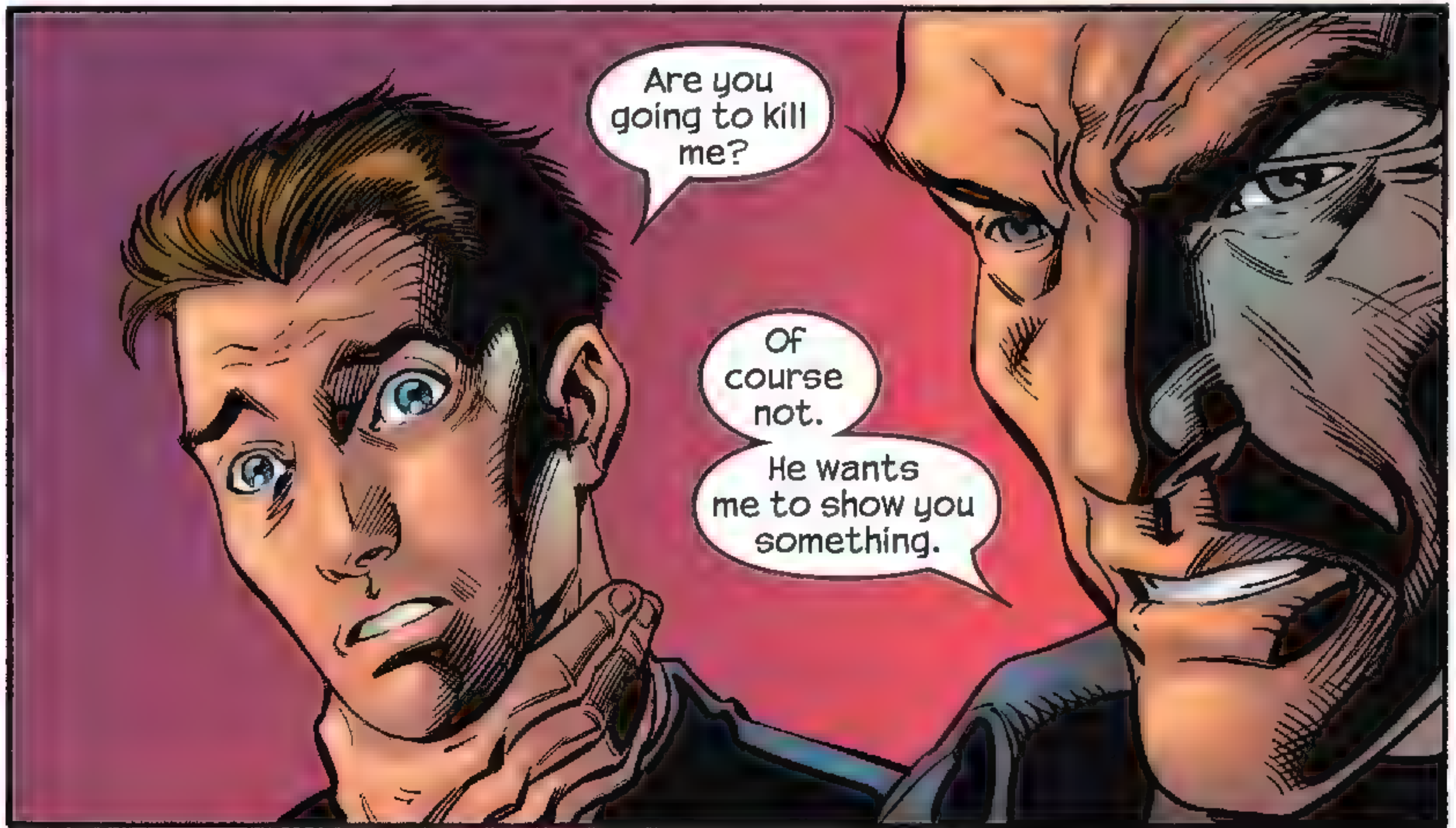
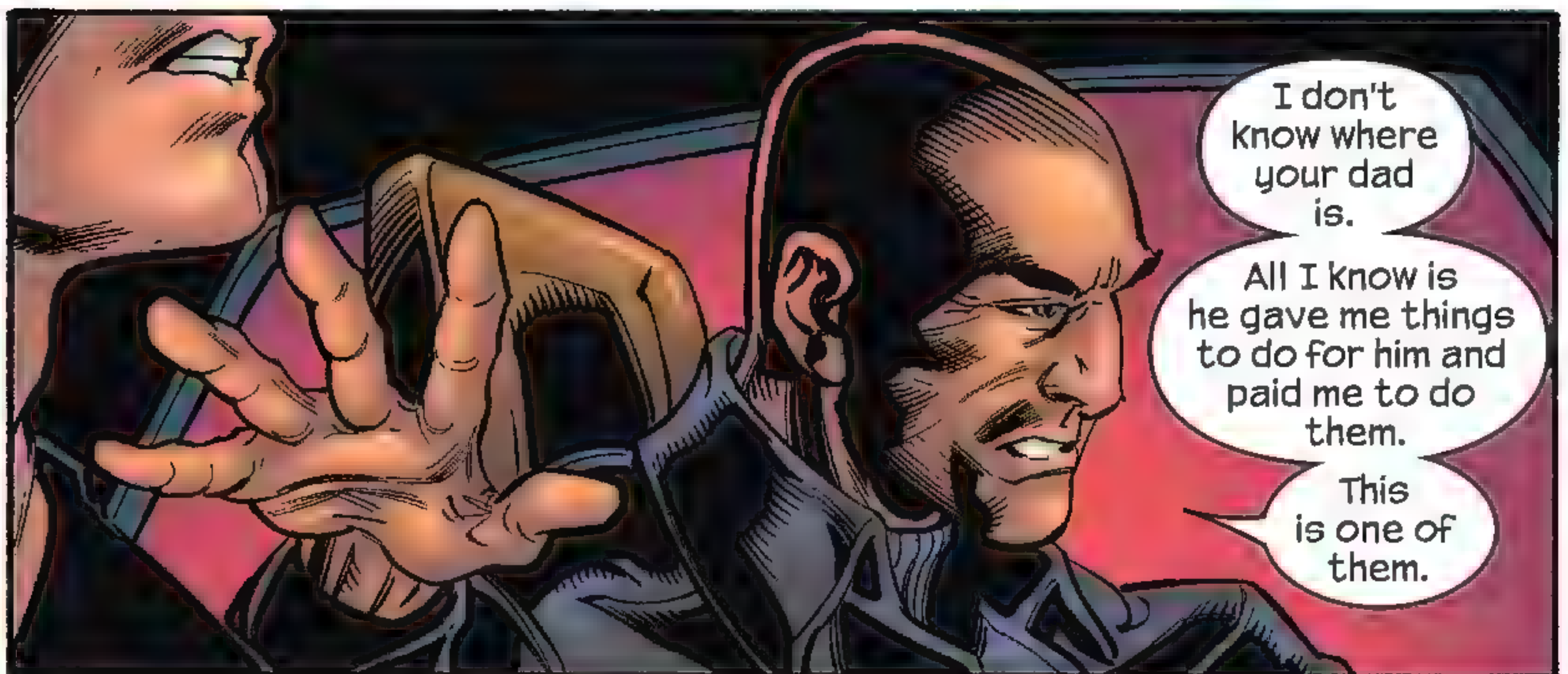
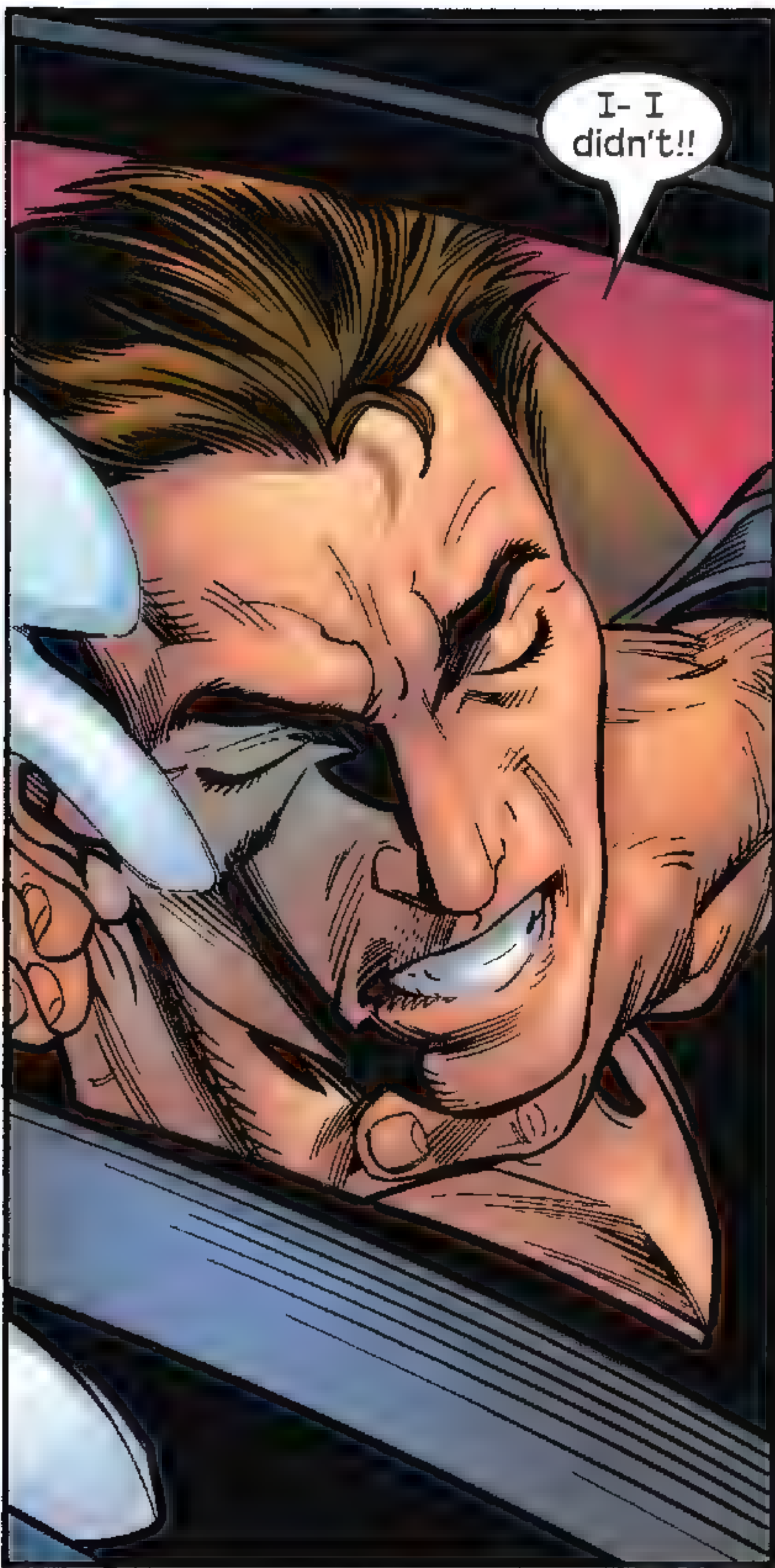
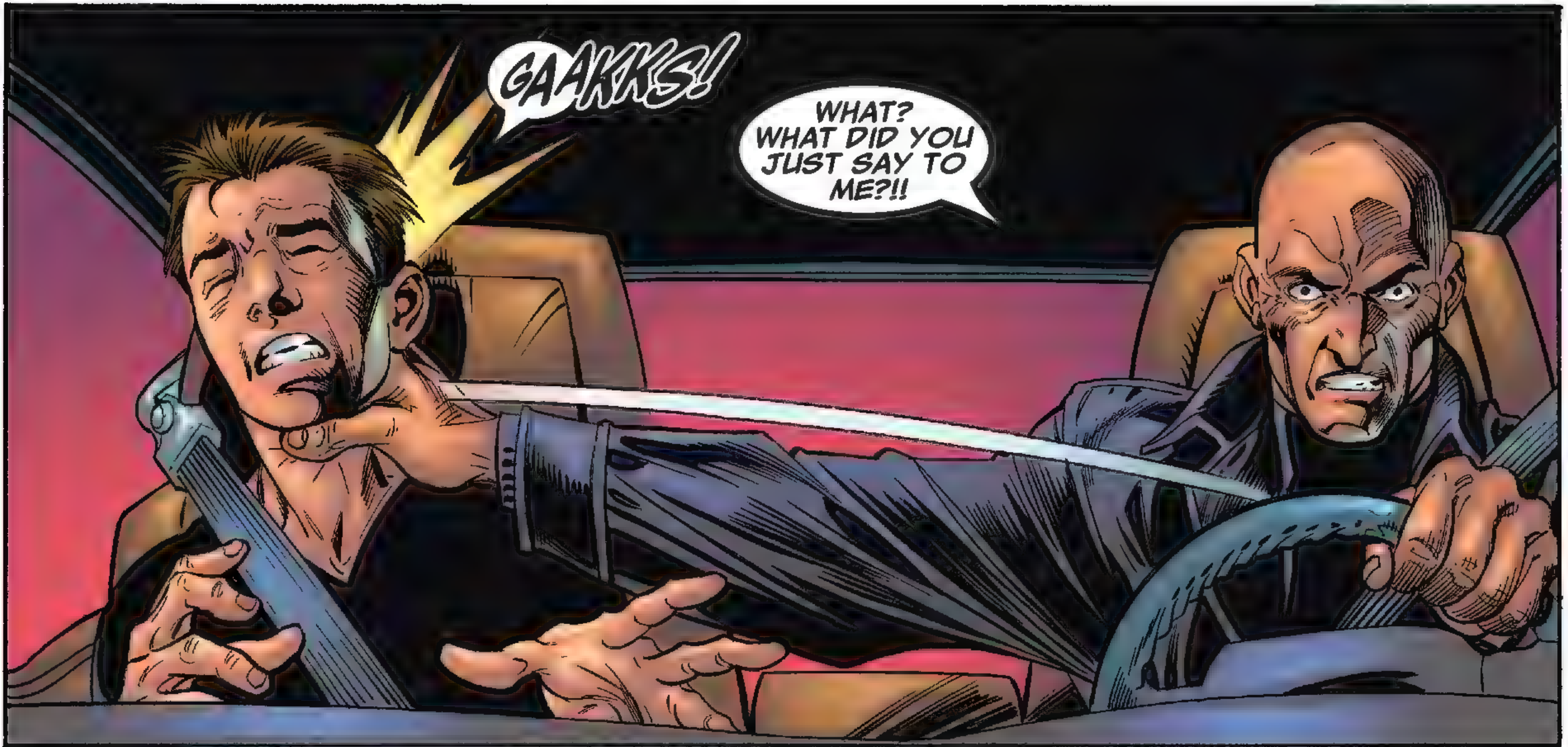
Because it's mine.

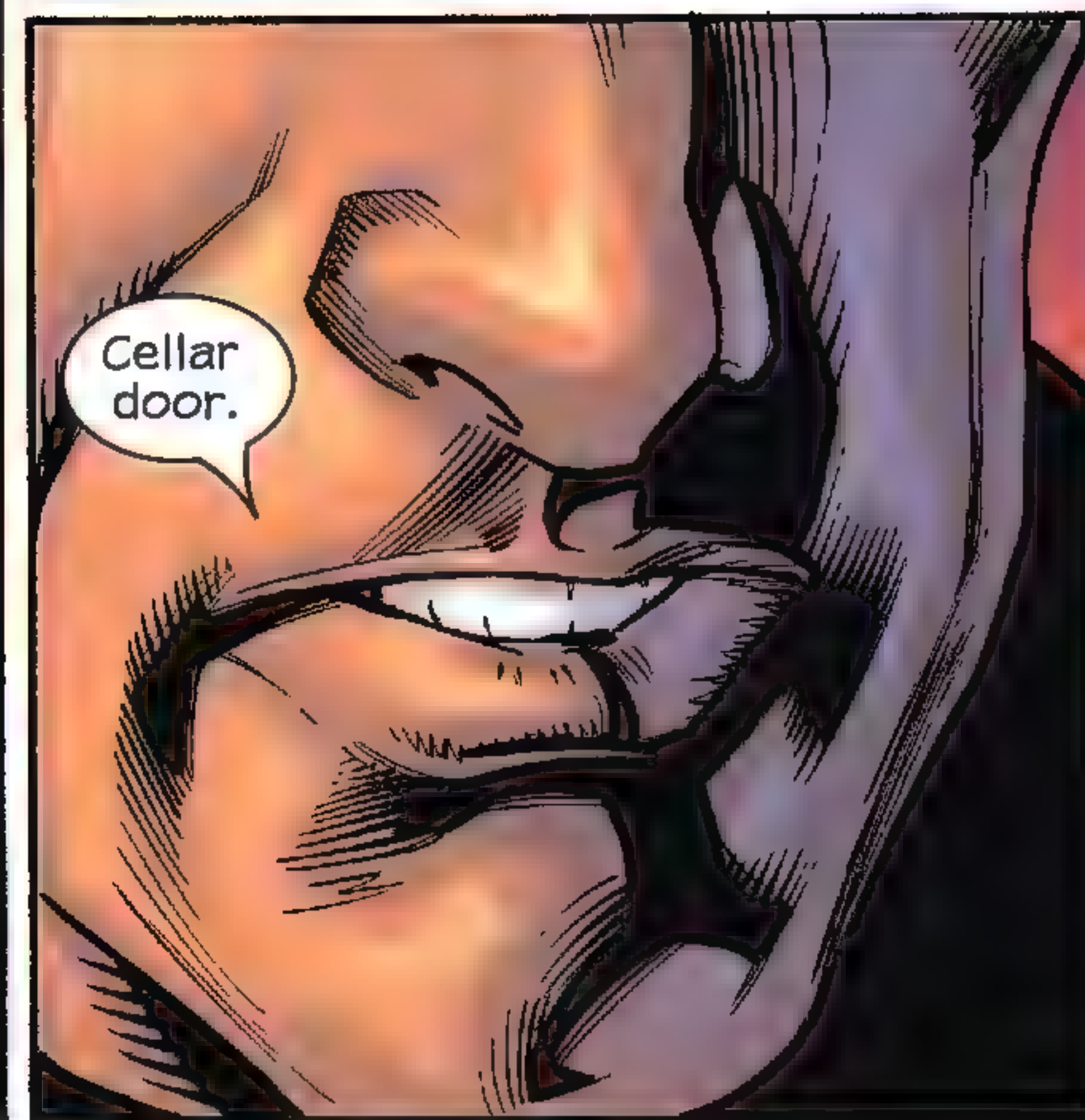
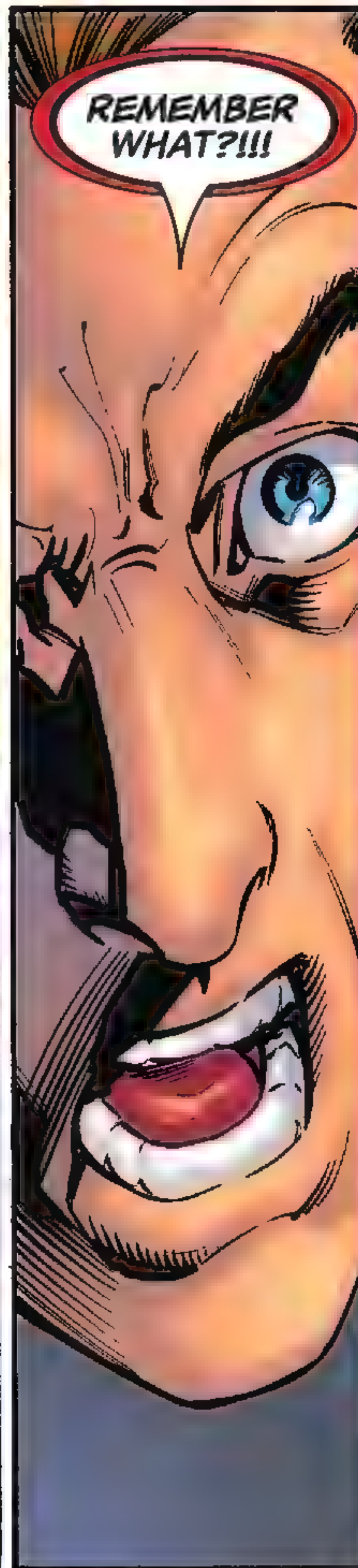
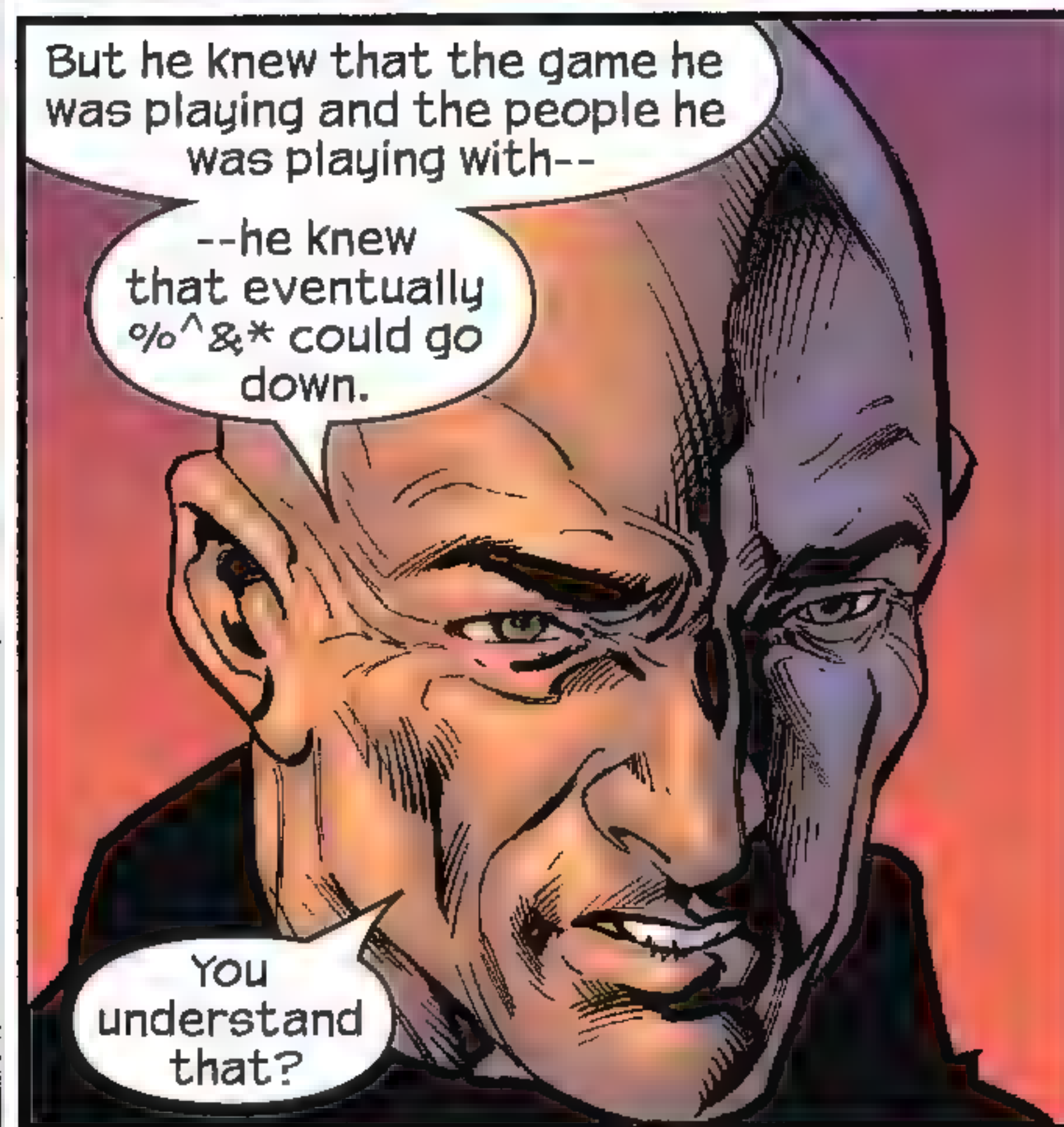
Three days ago



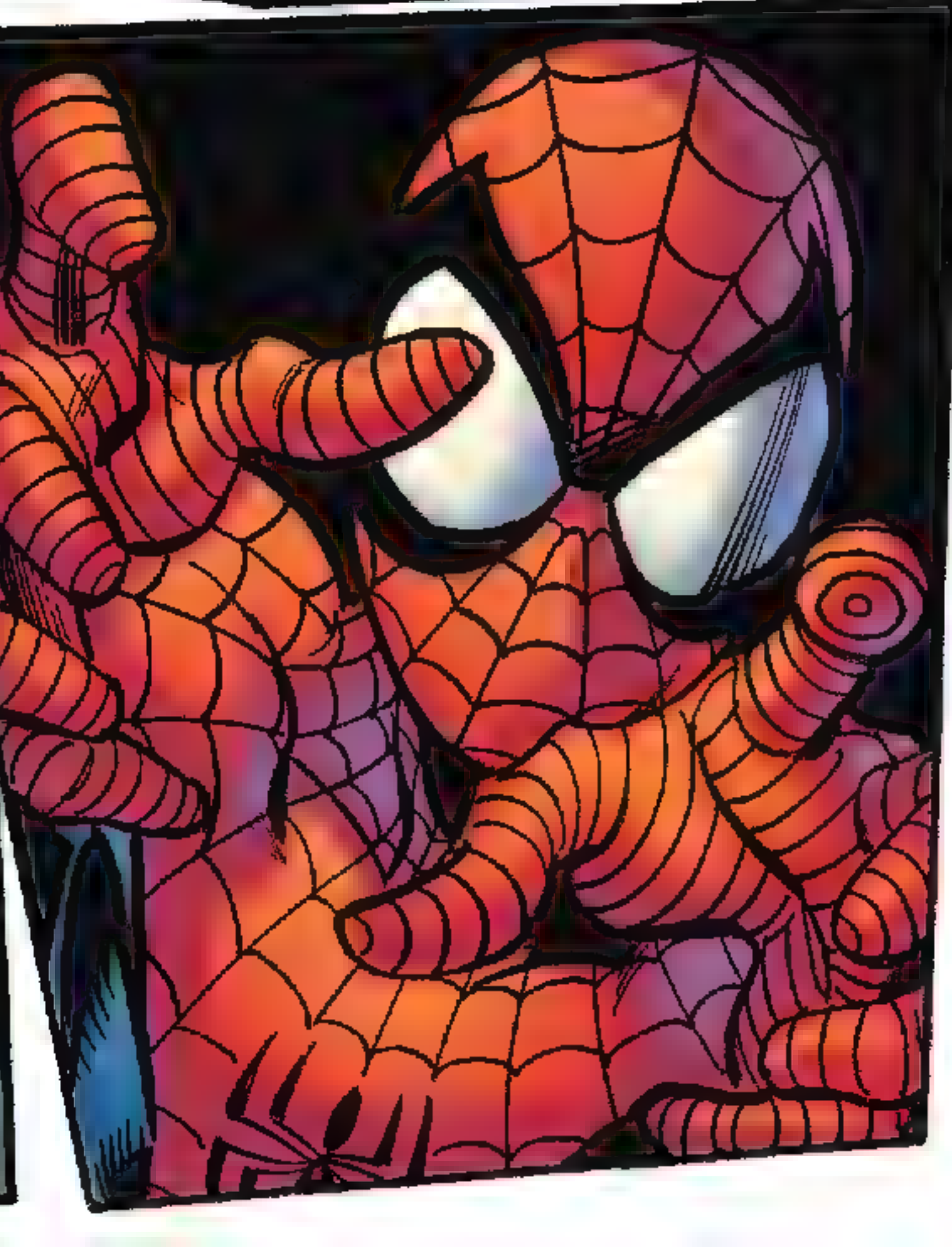
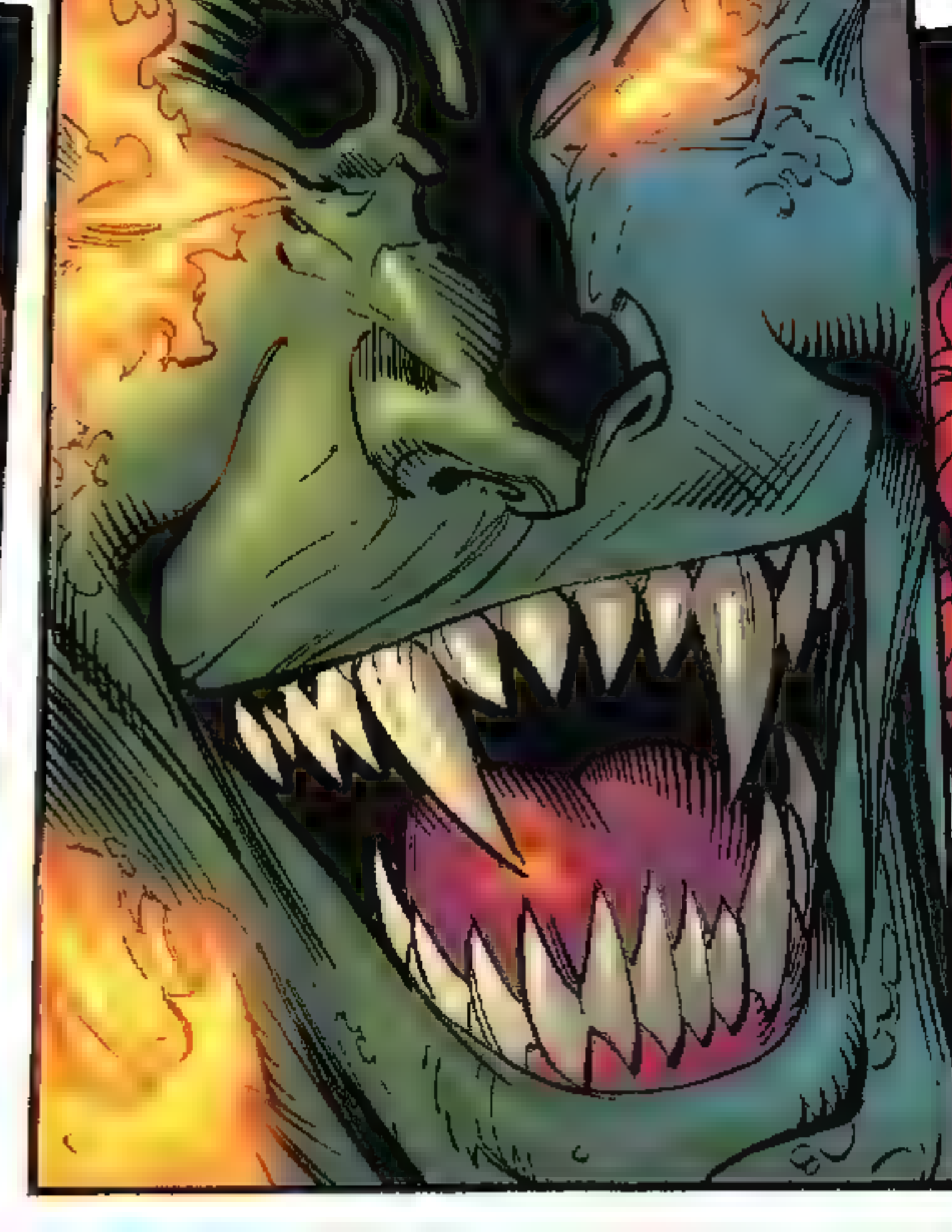
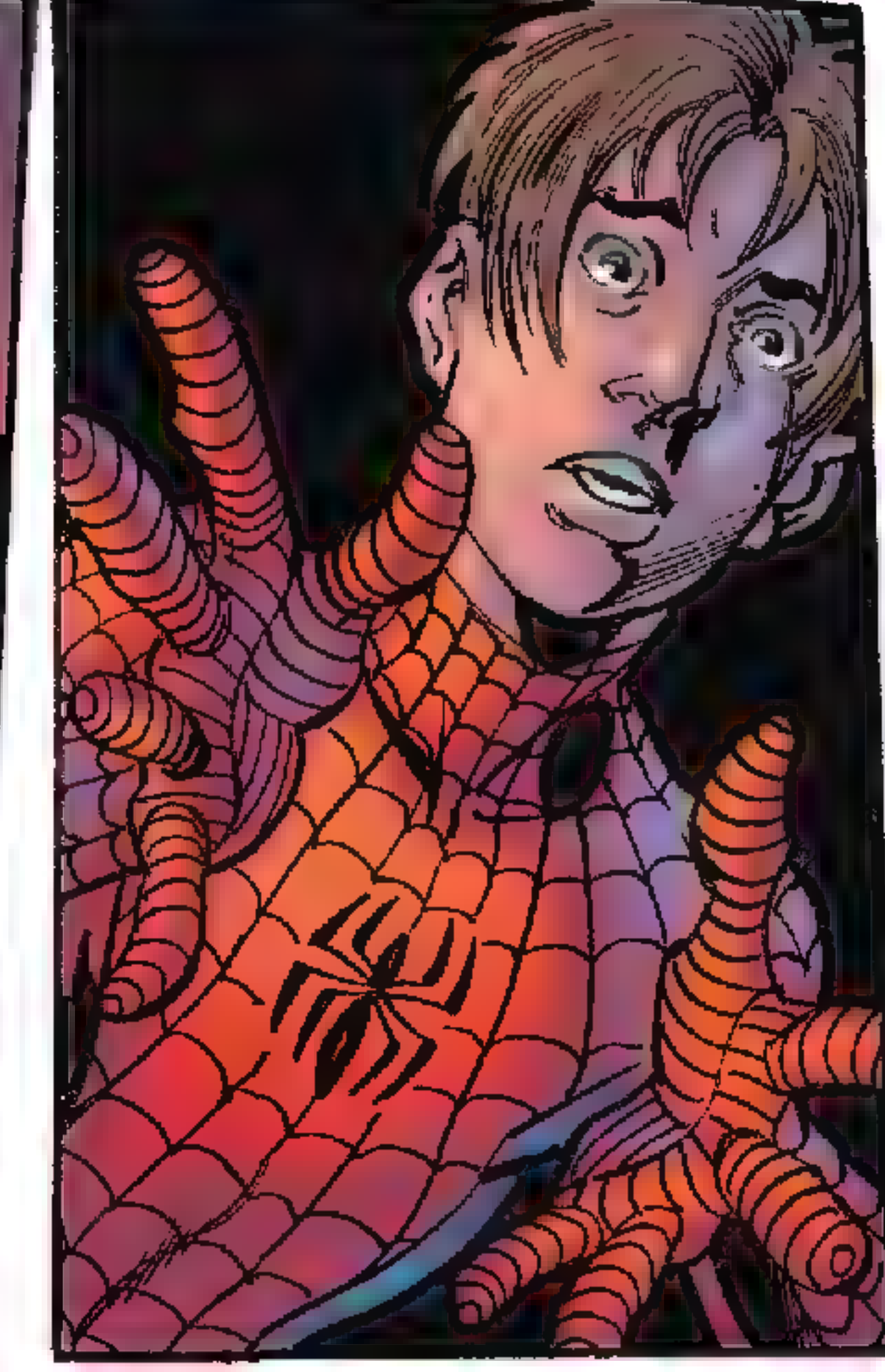
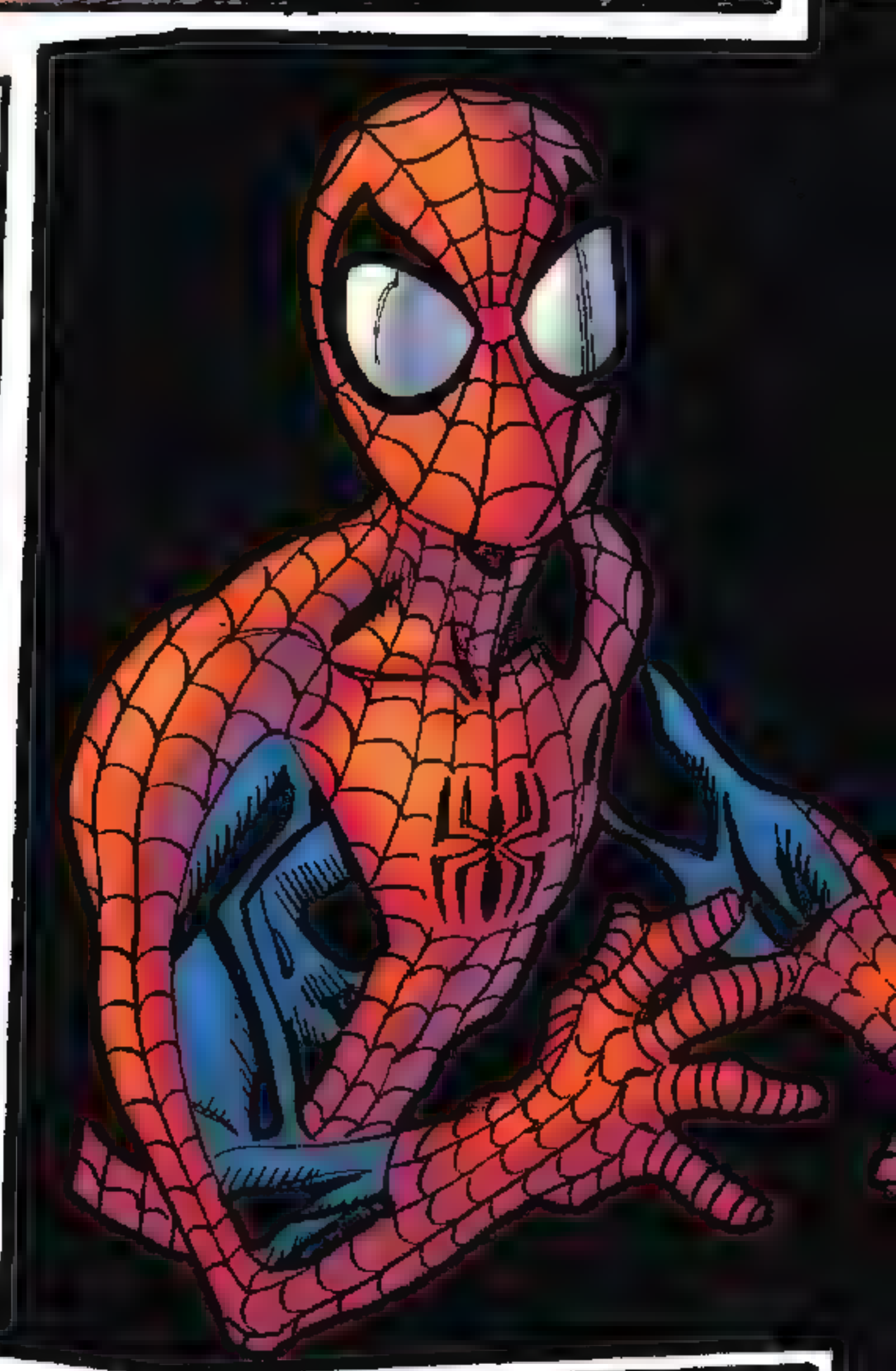
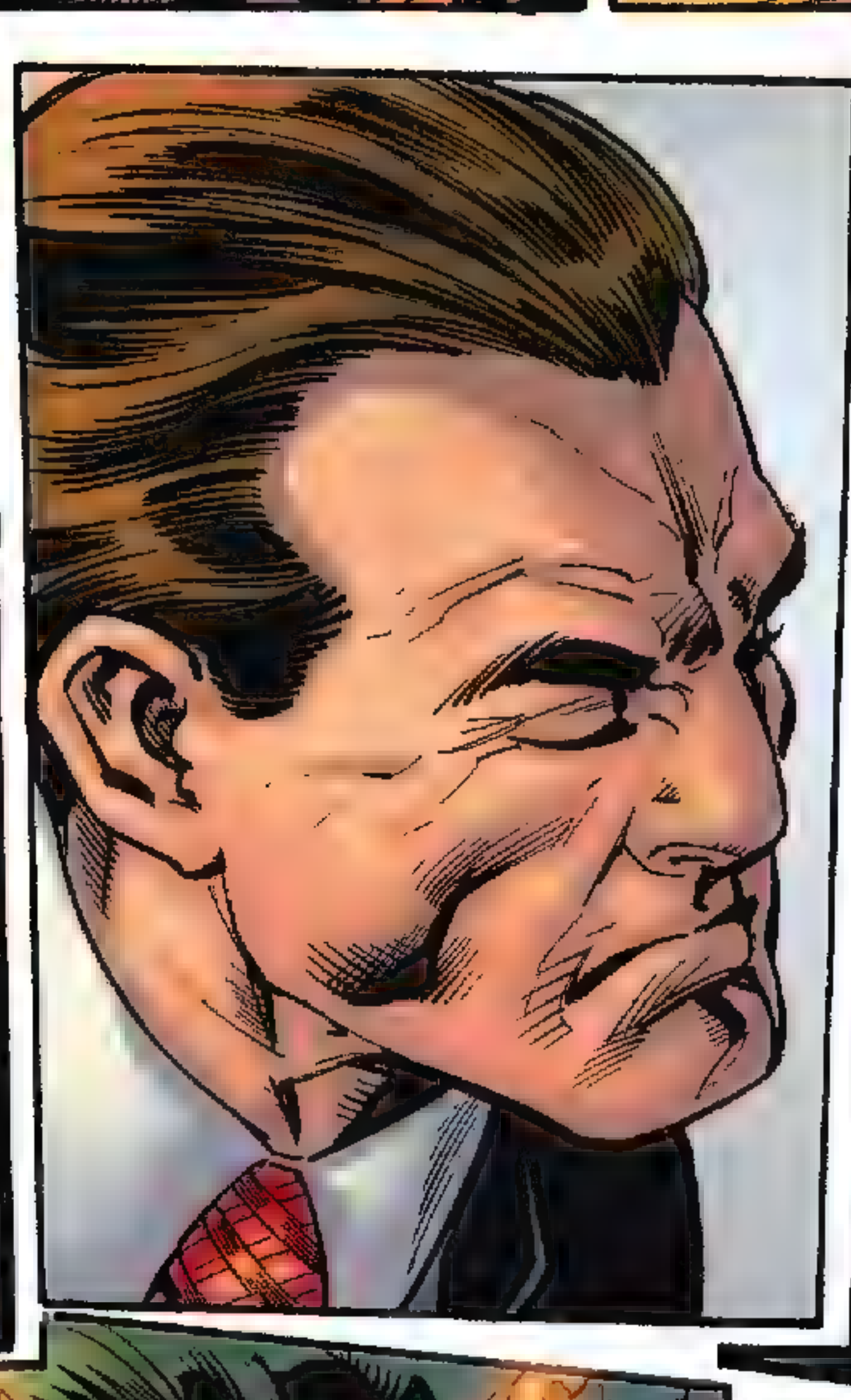
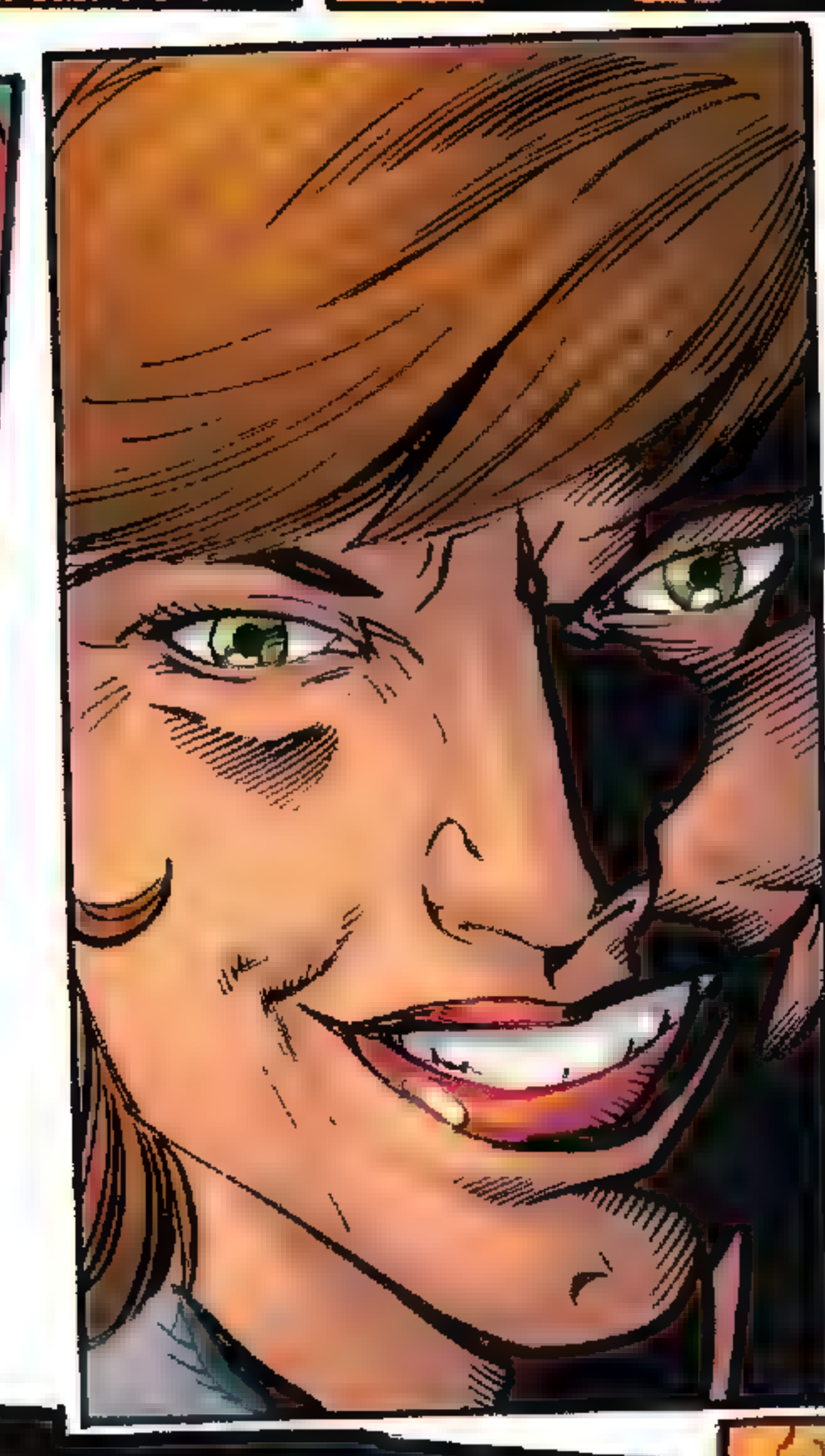
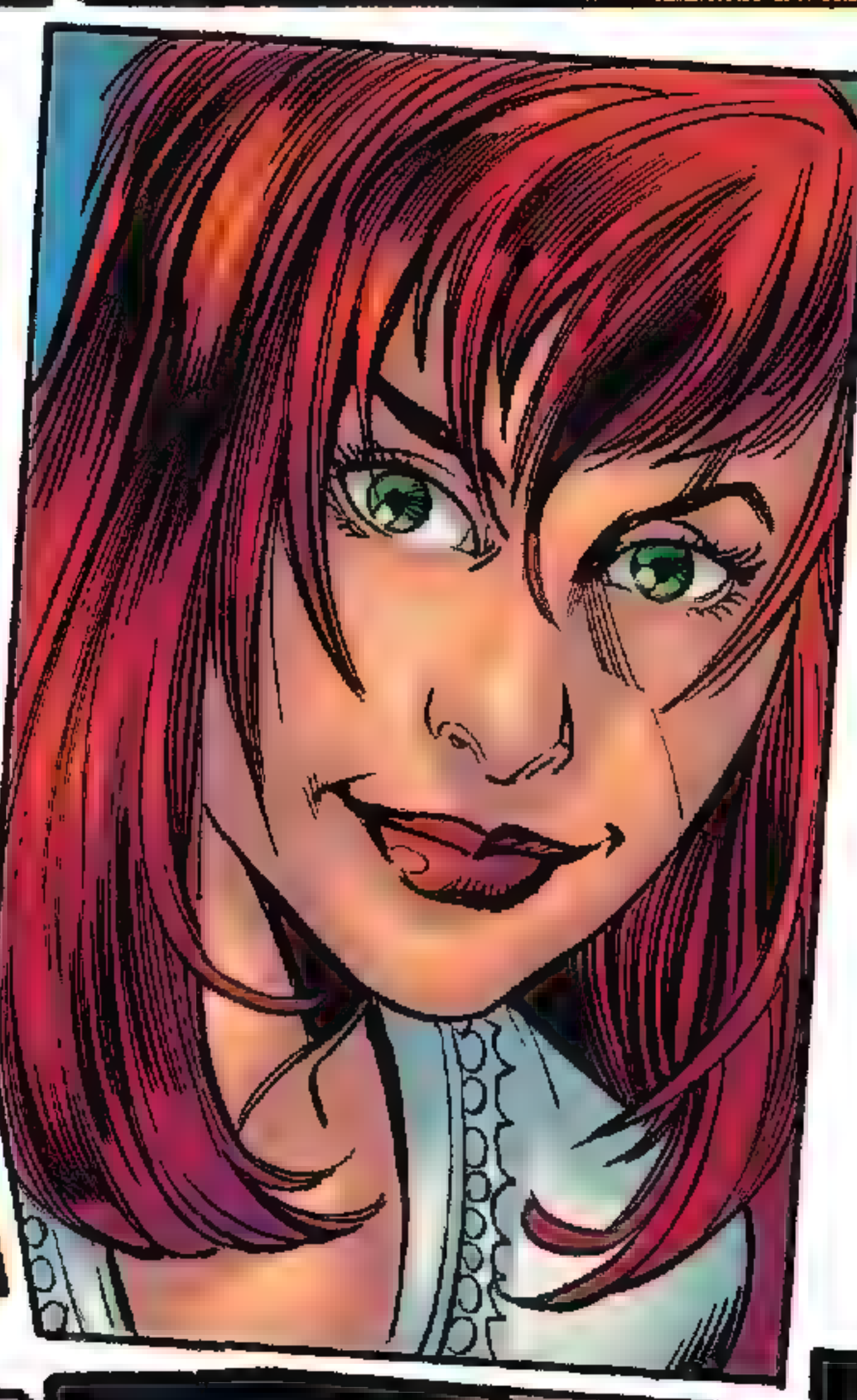
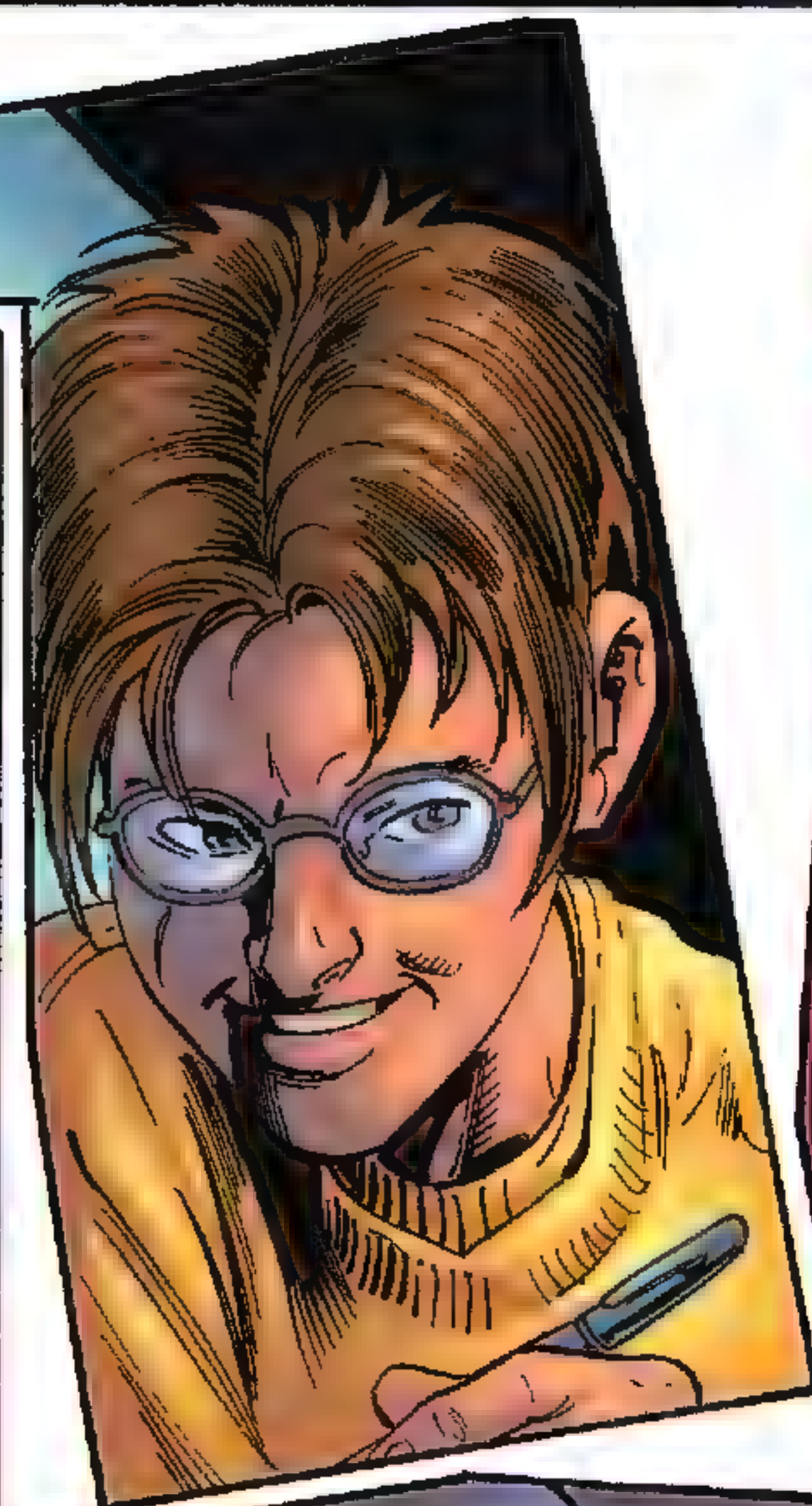
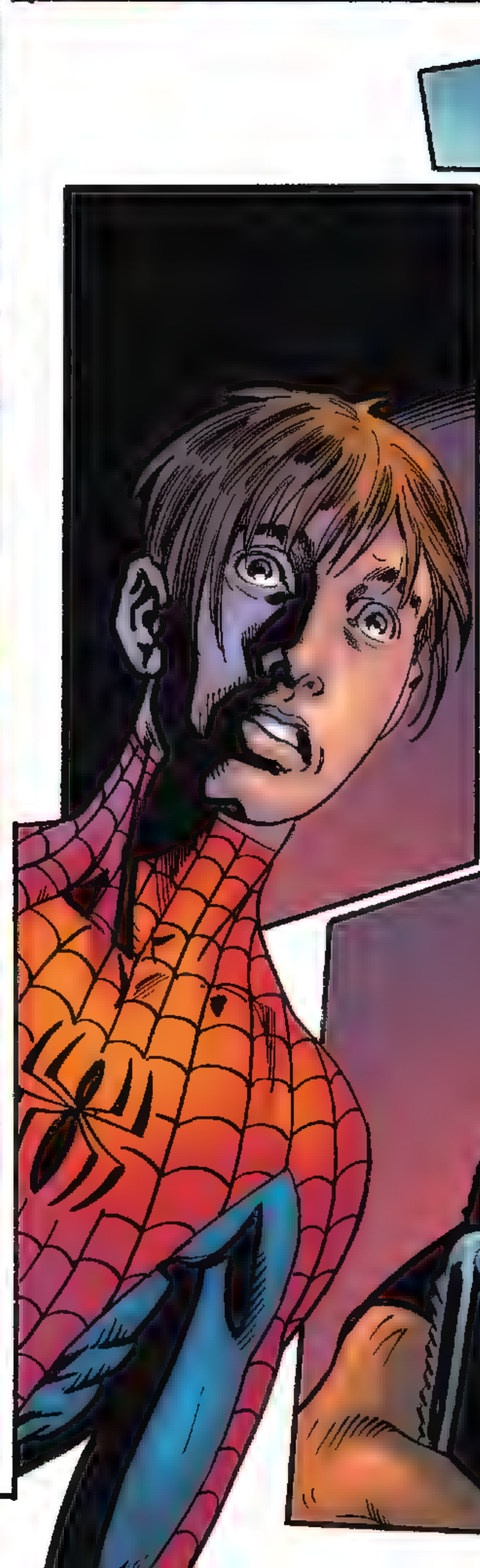
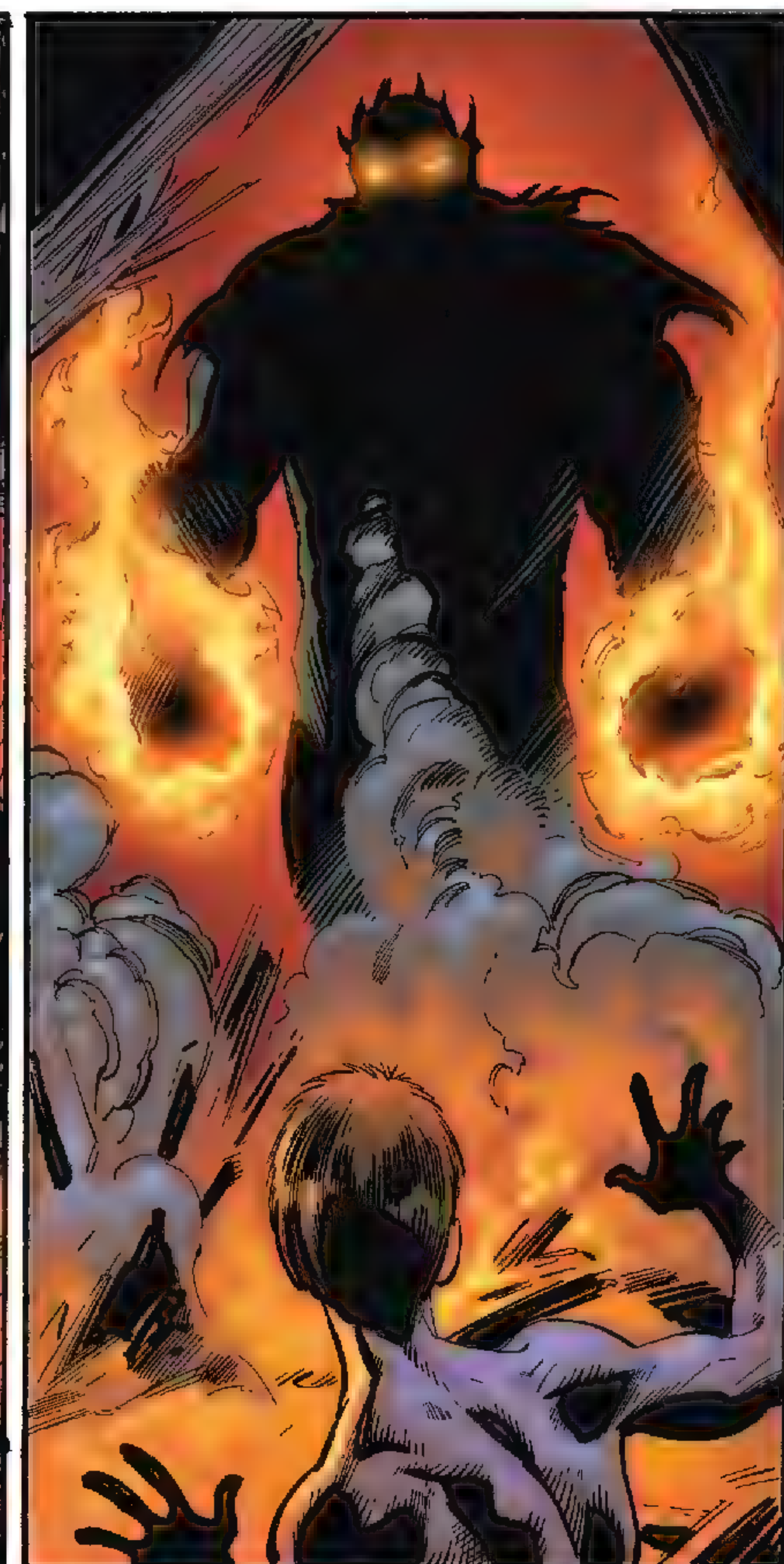


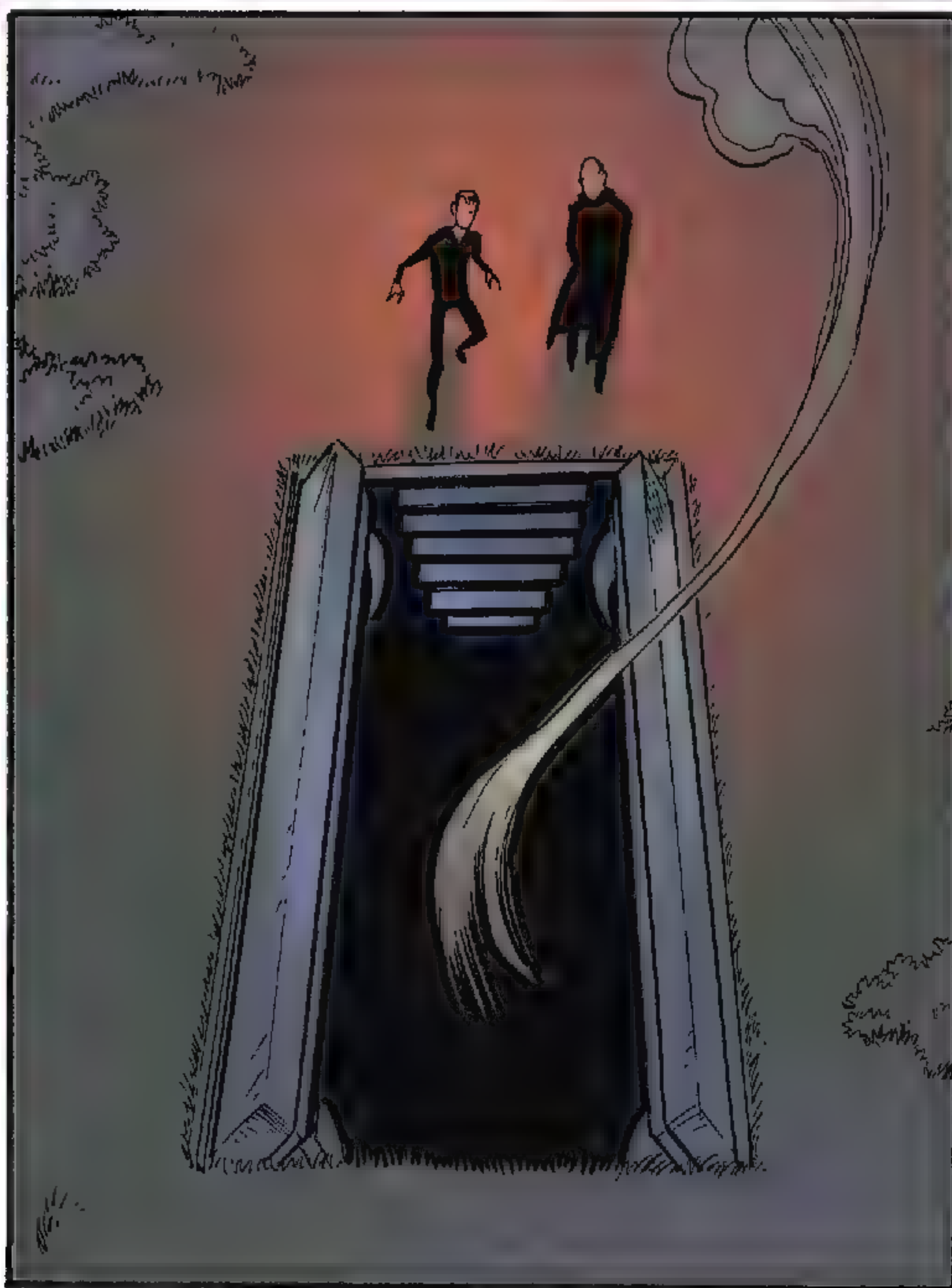
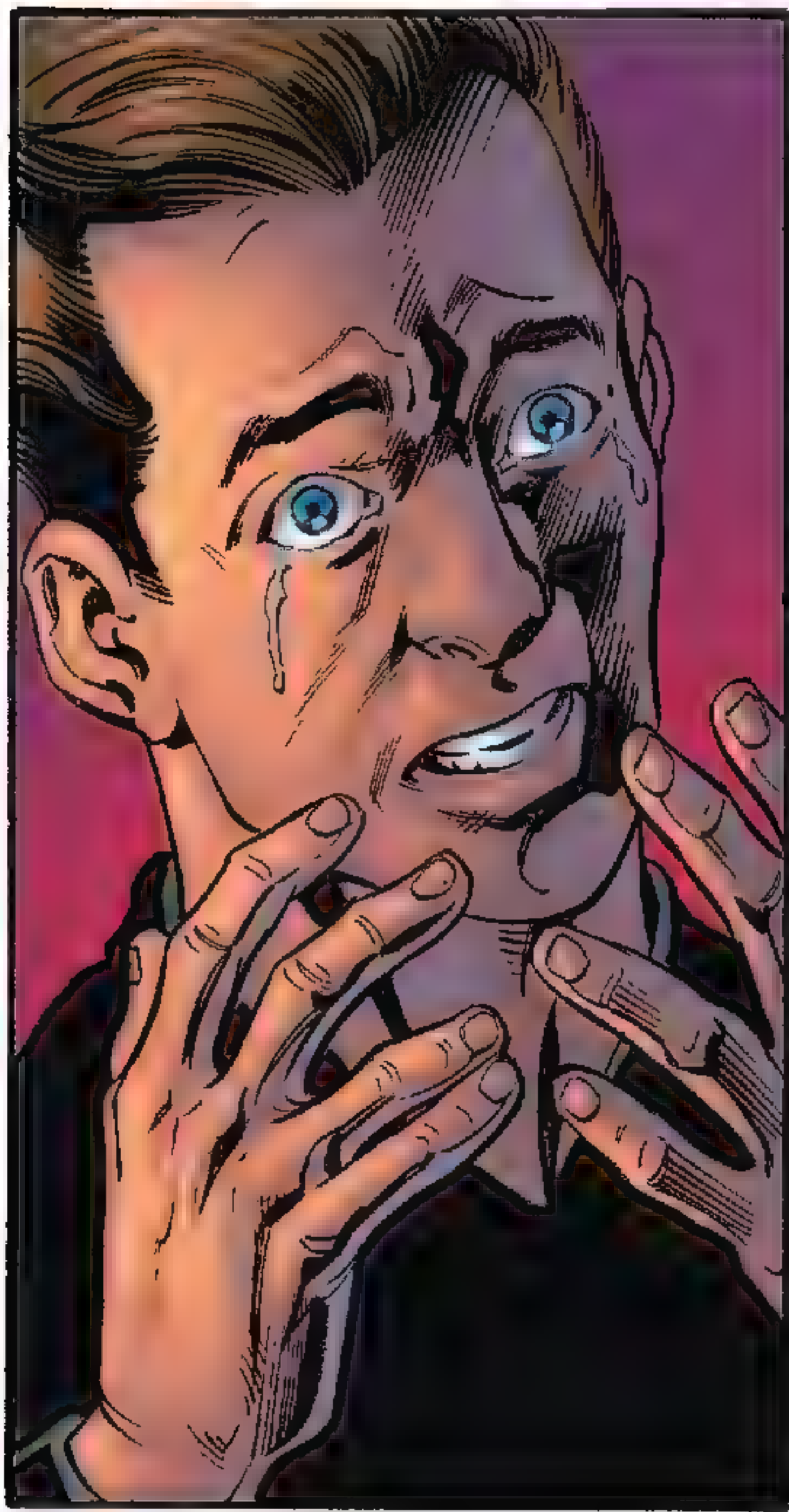
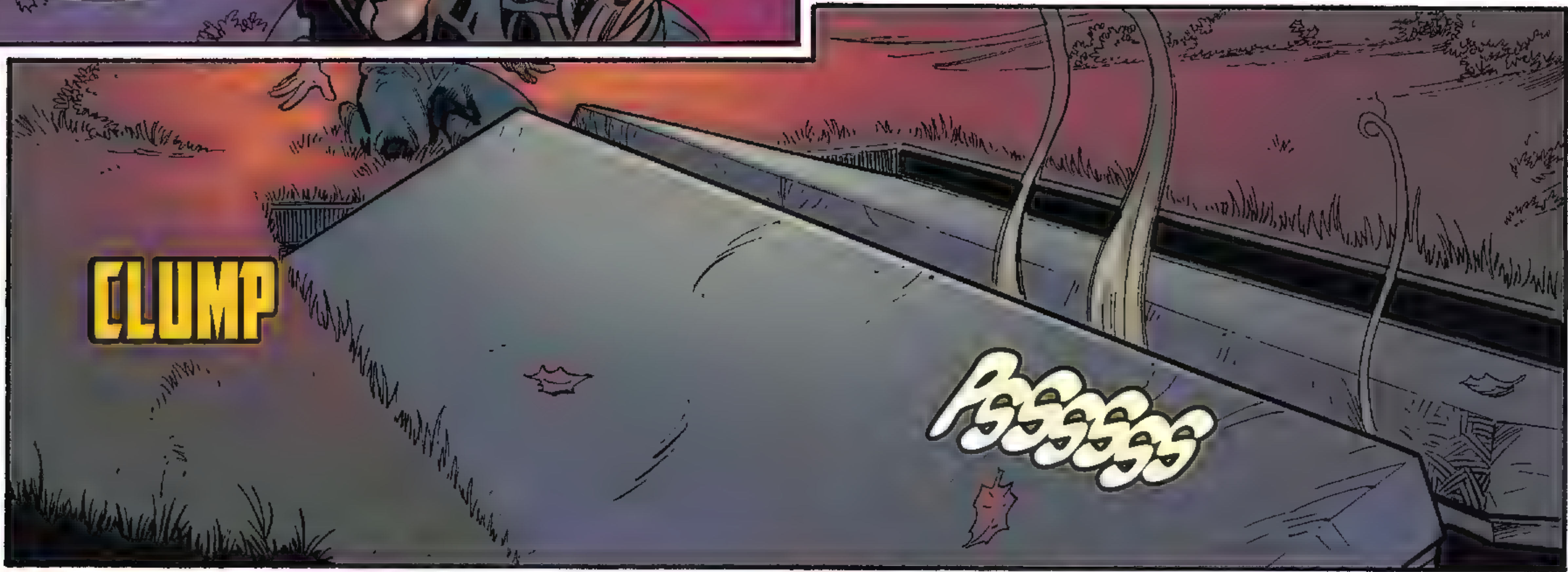
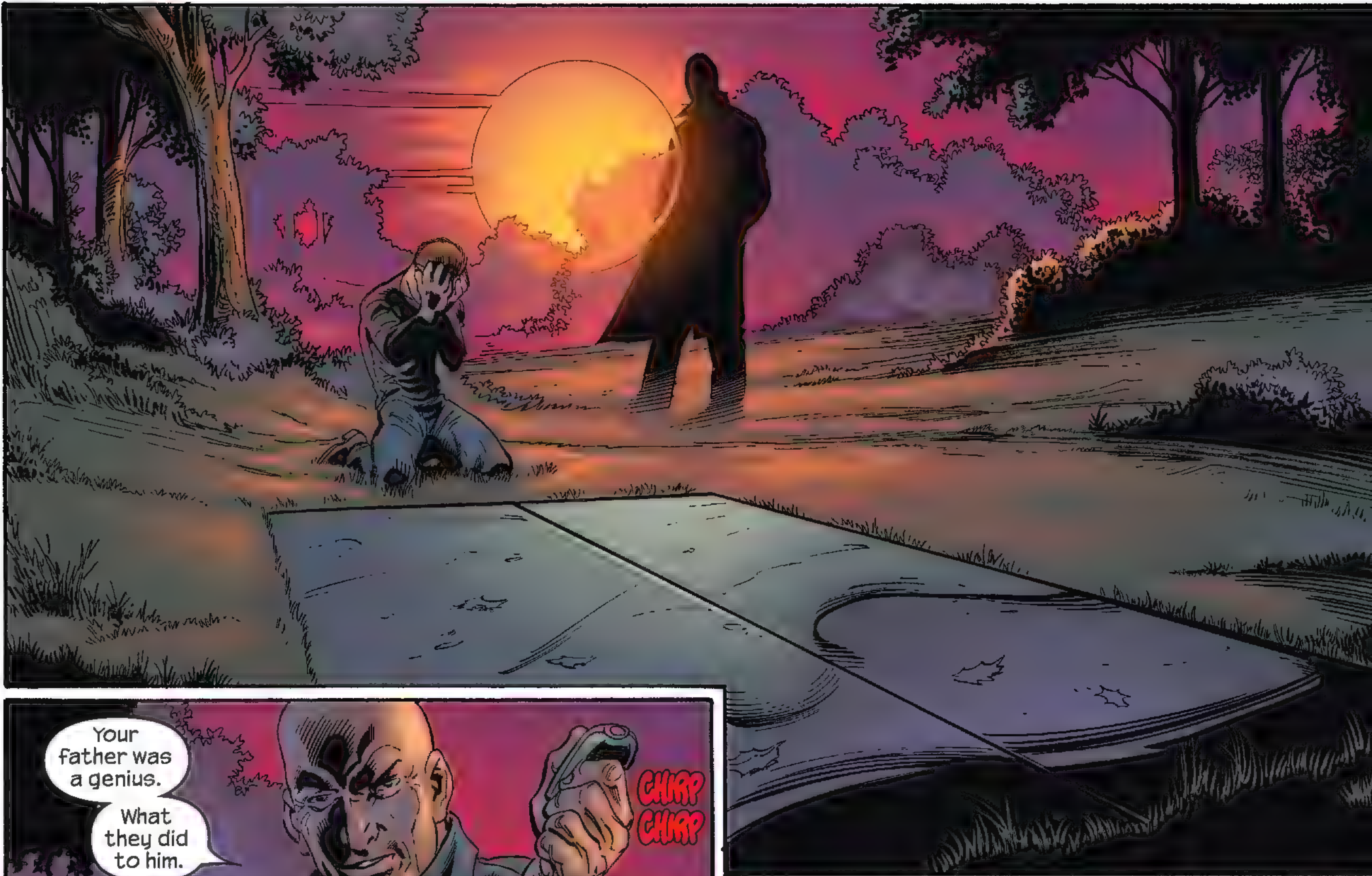






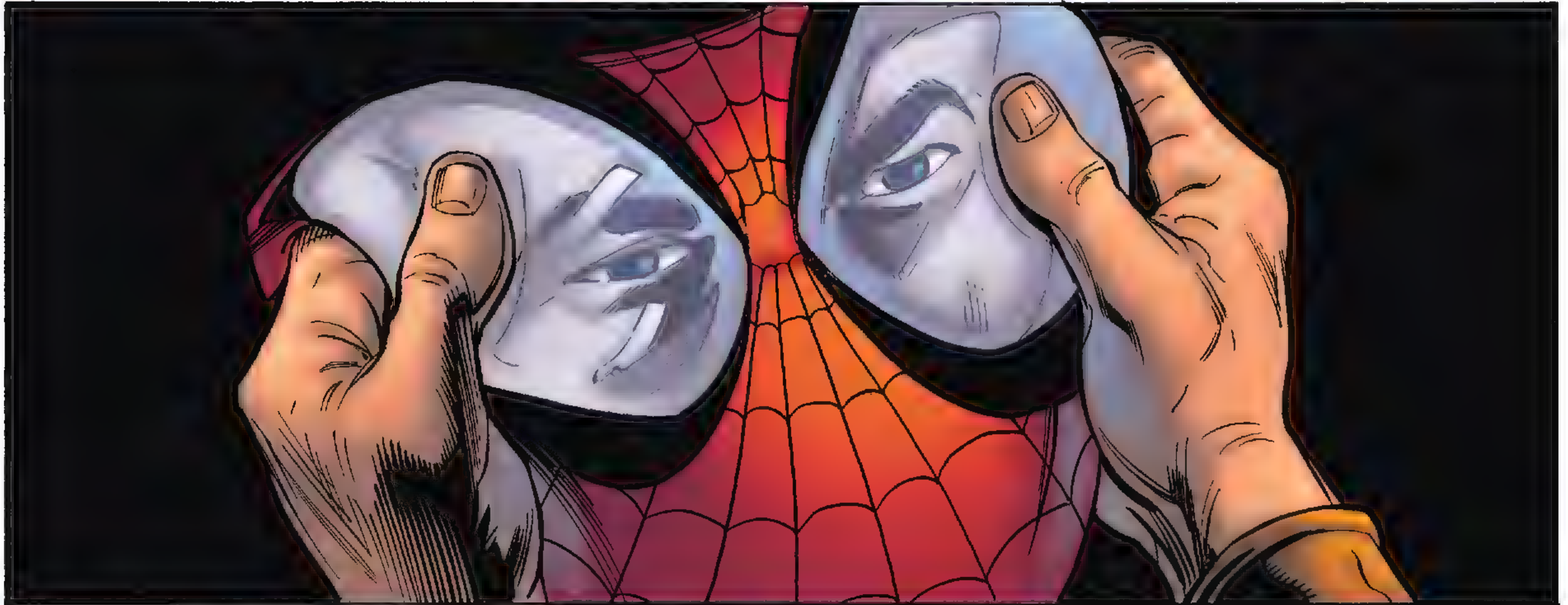


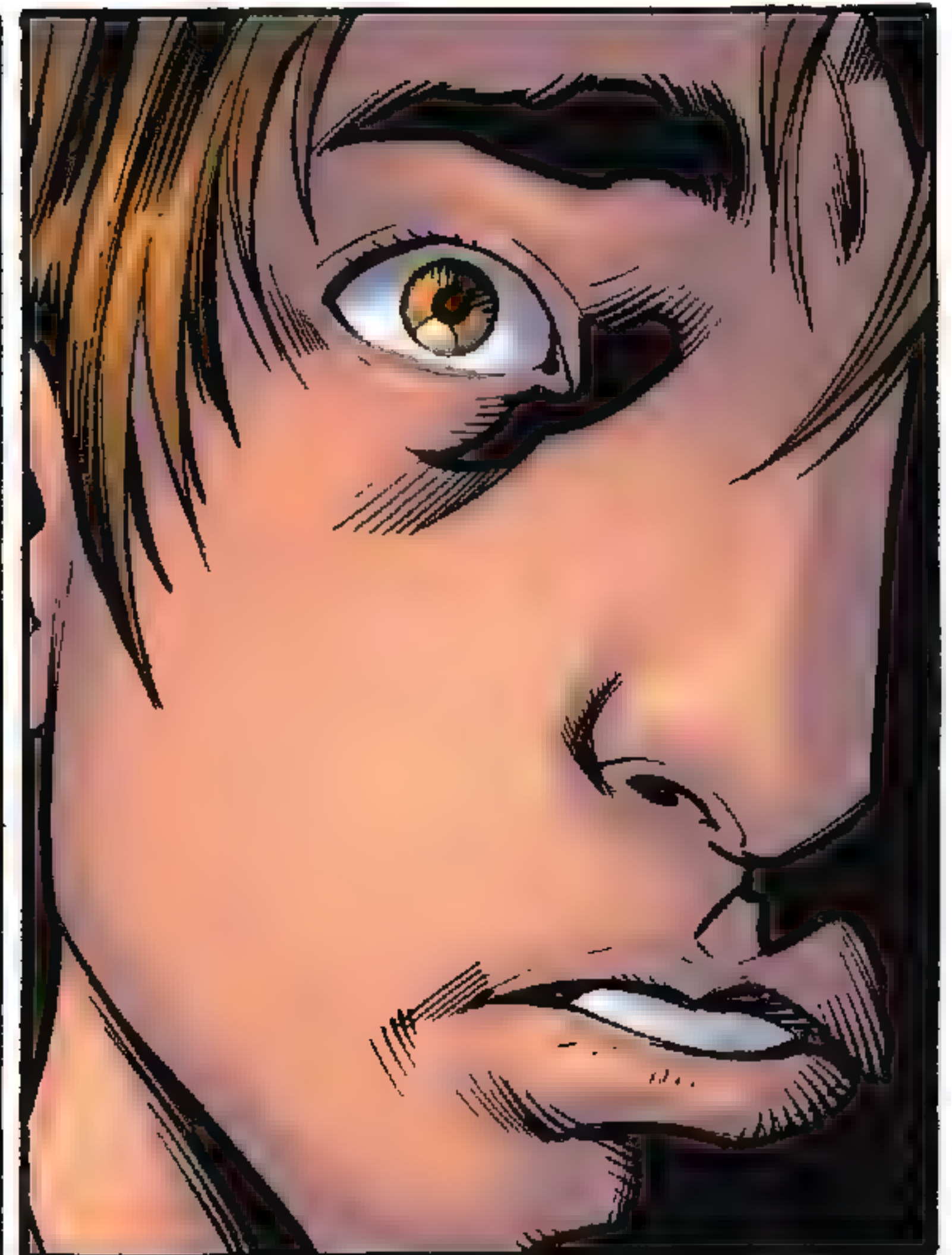
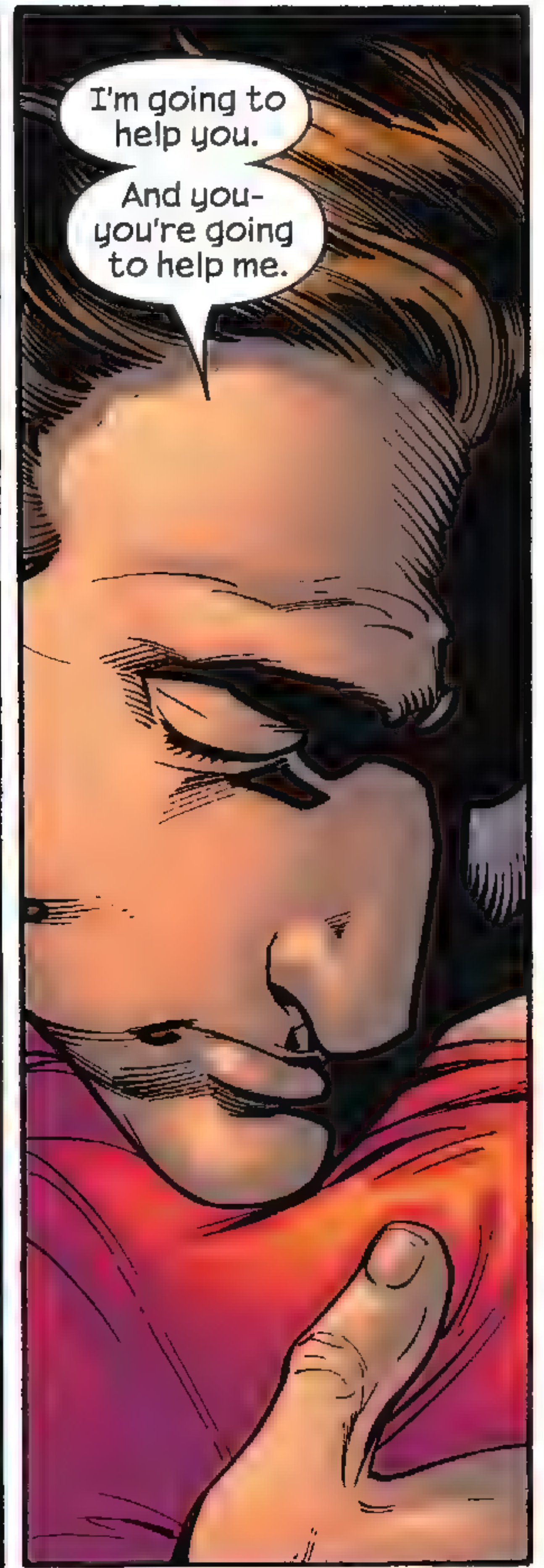
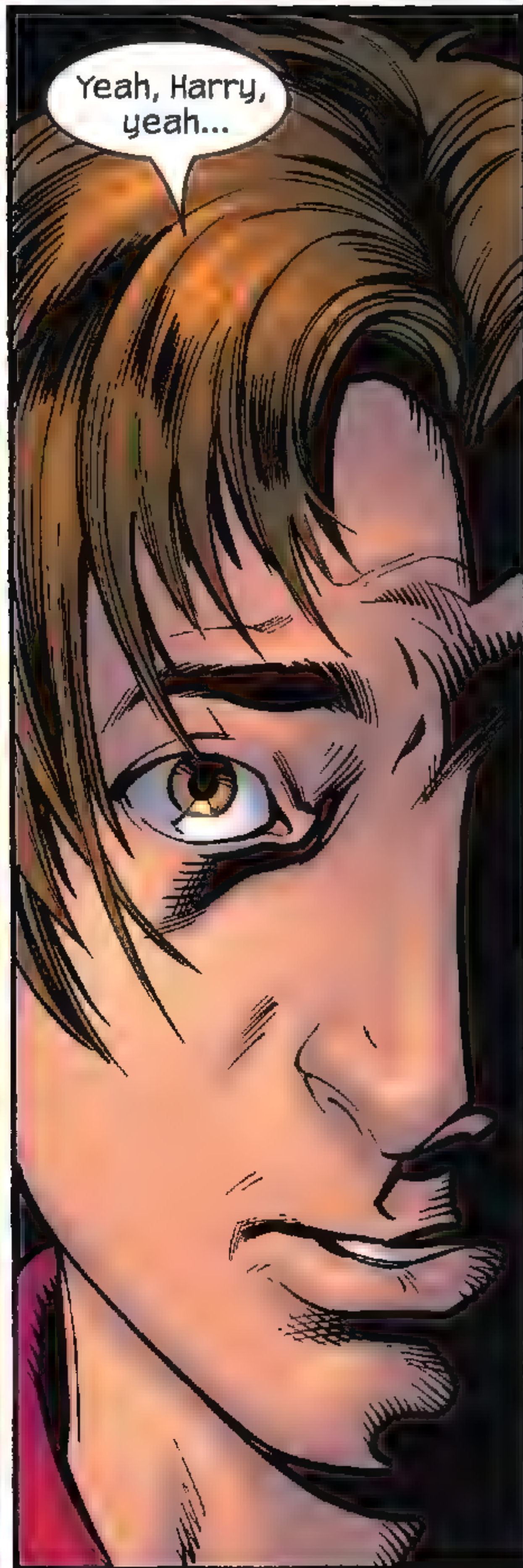
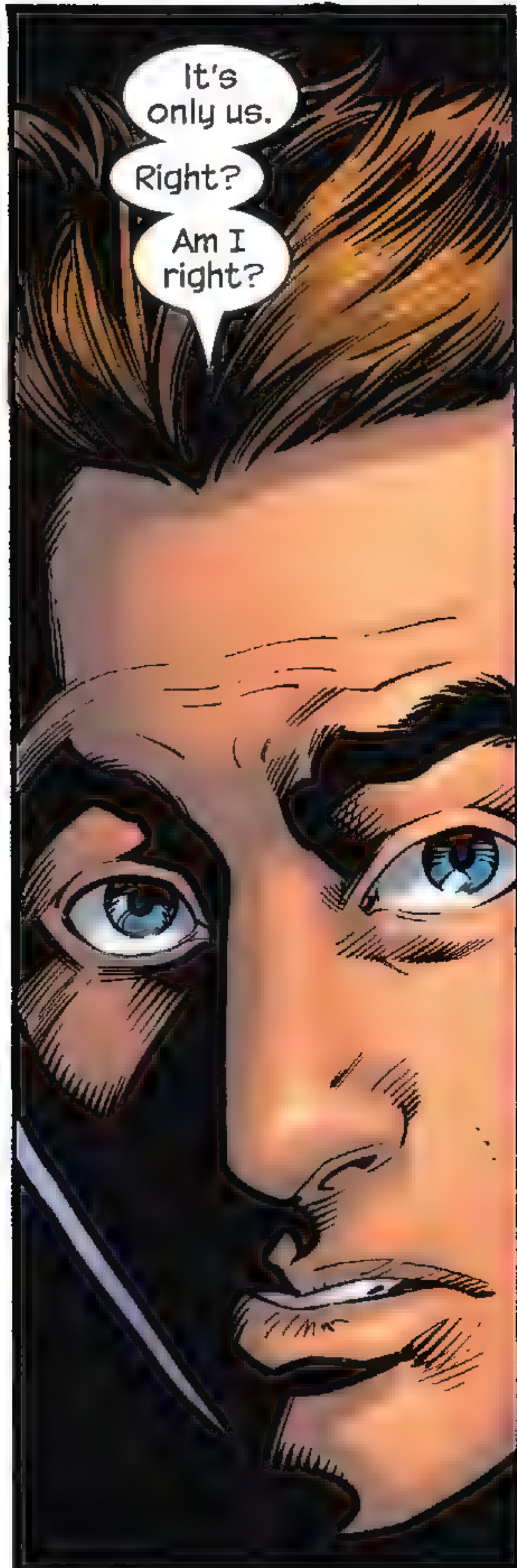


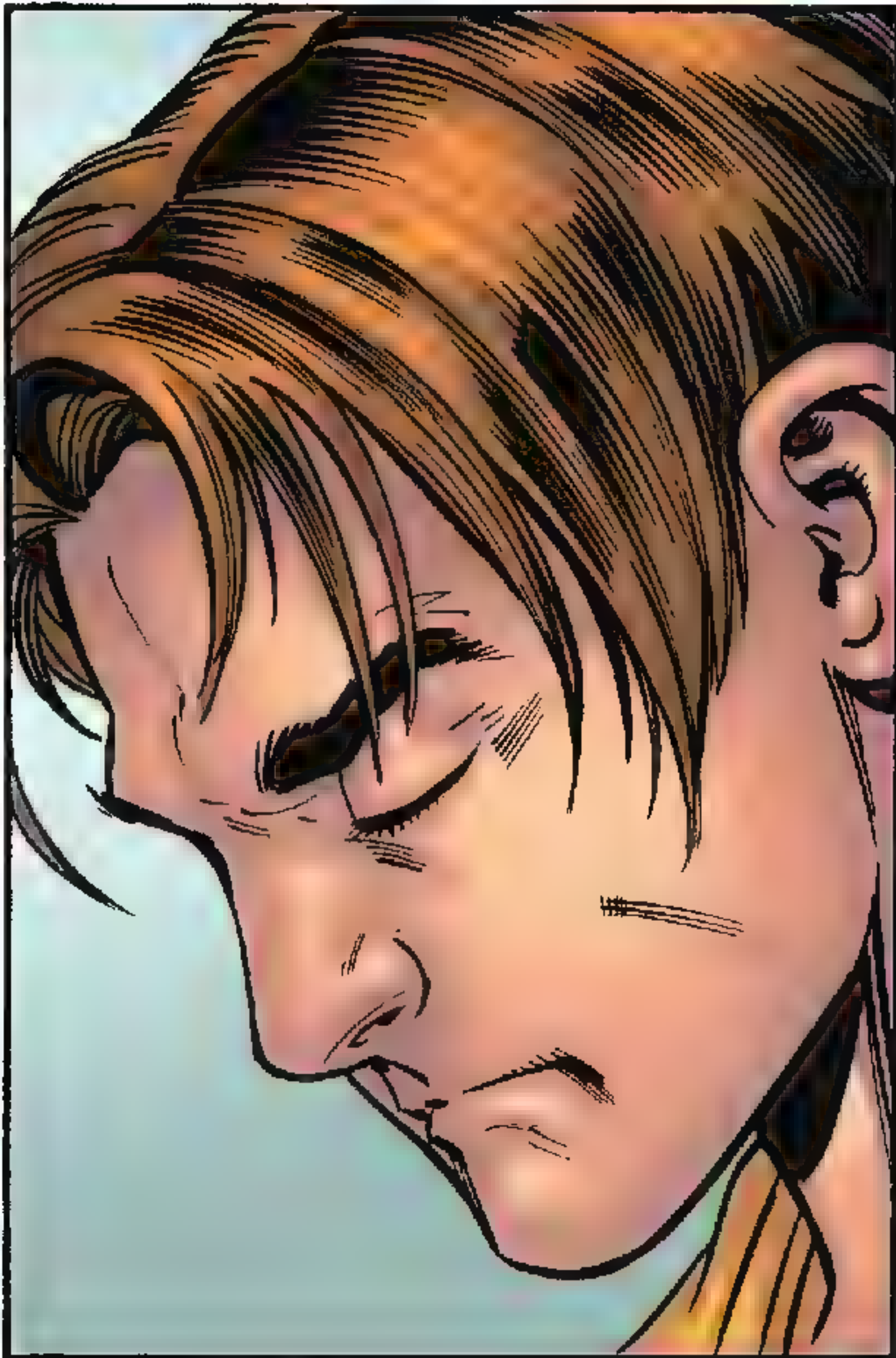
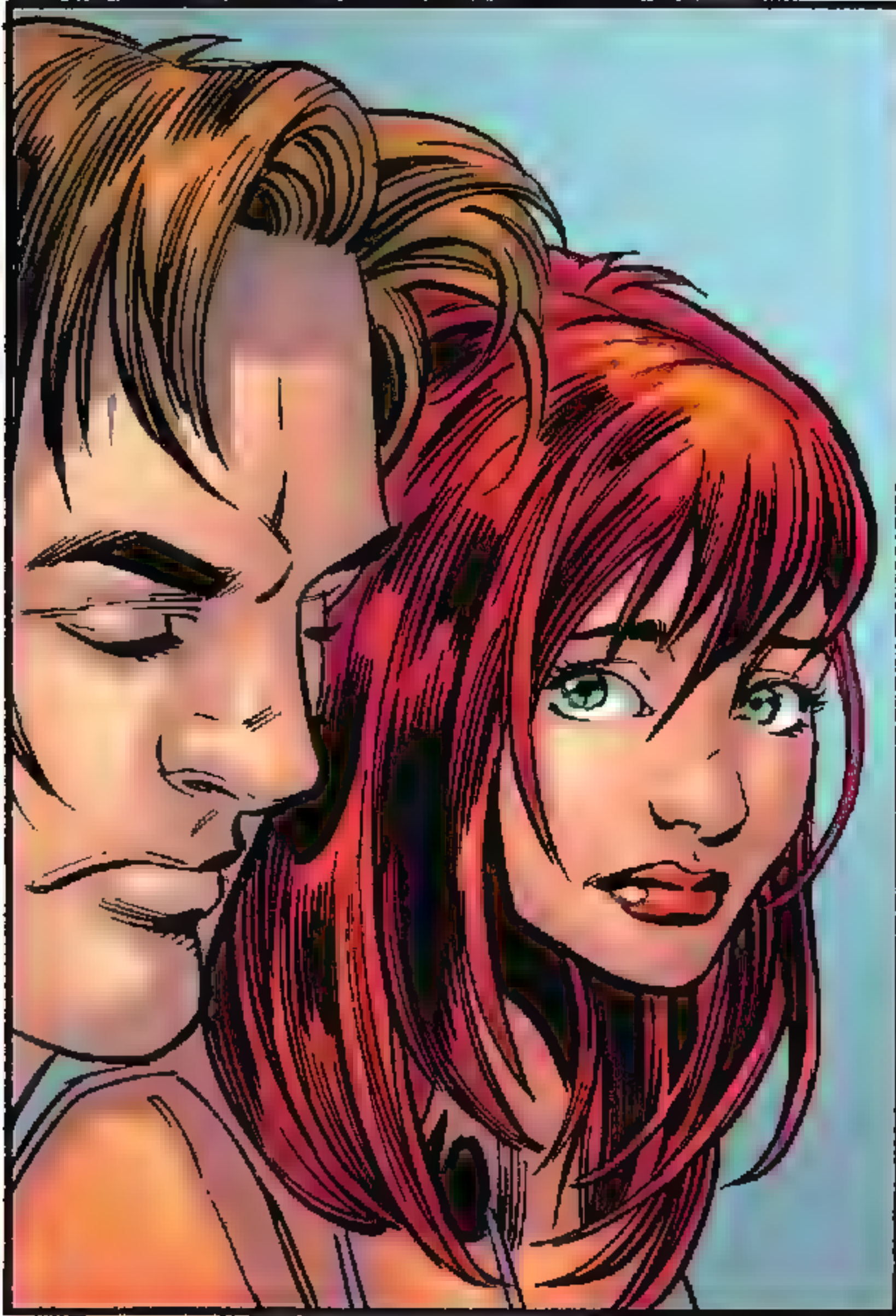


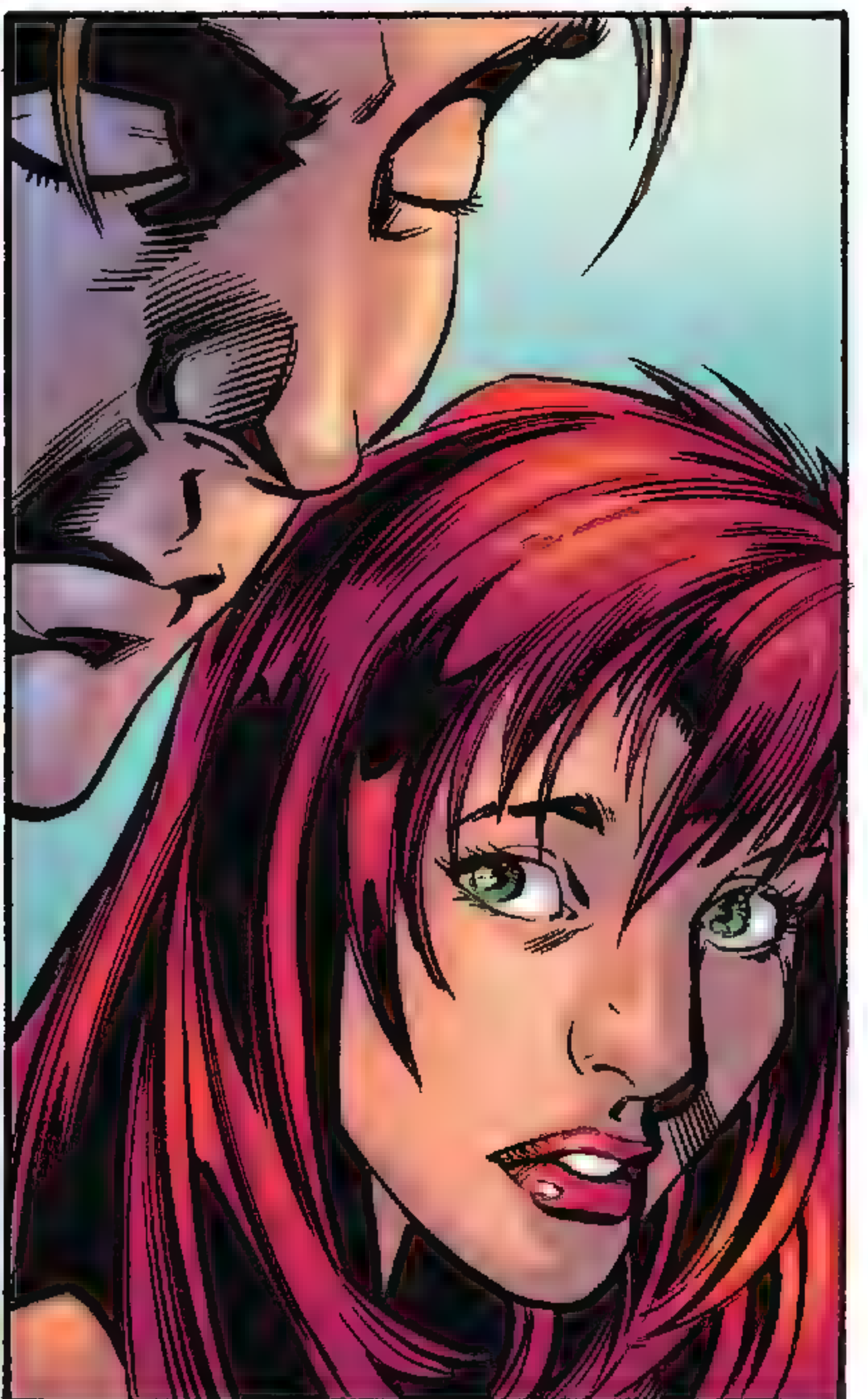
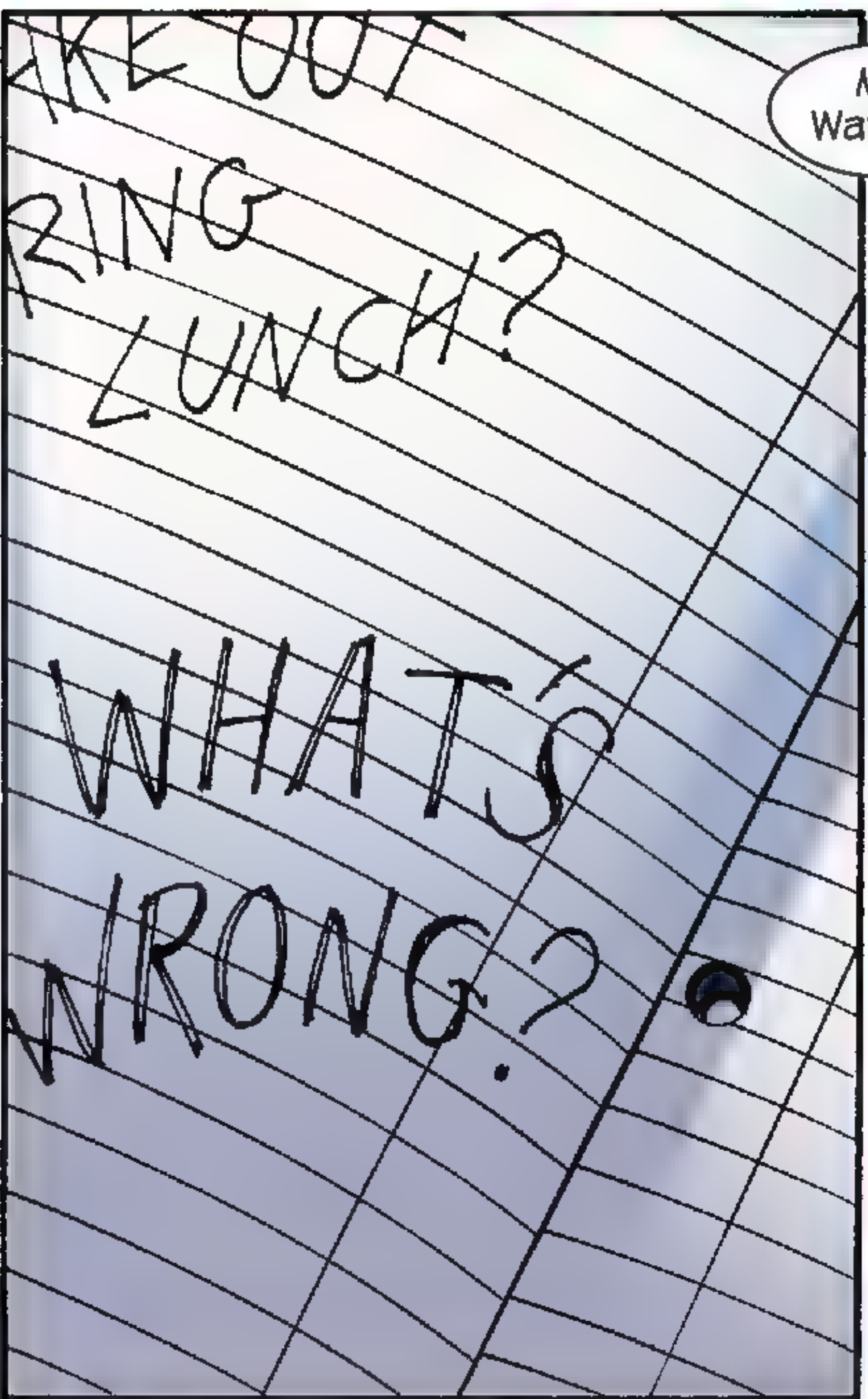
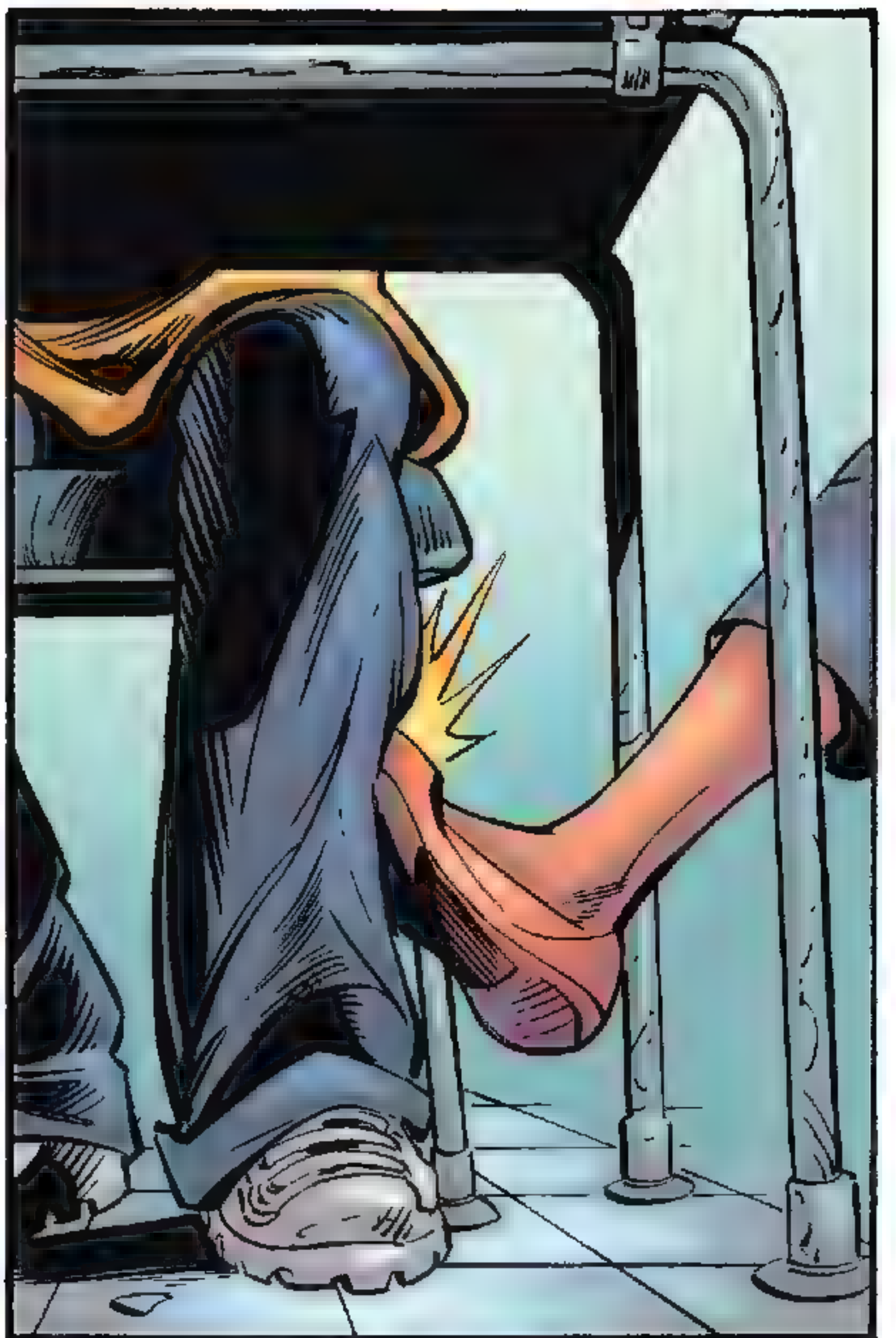
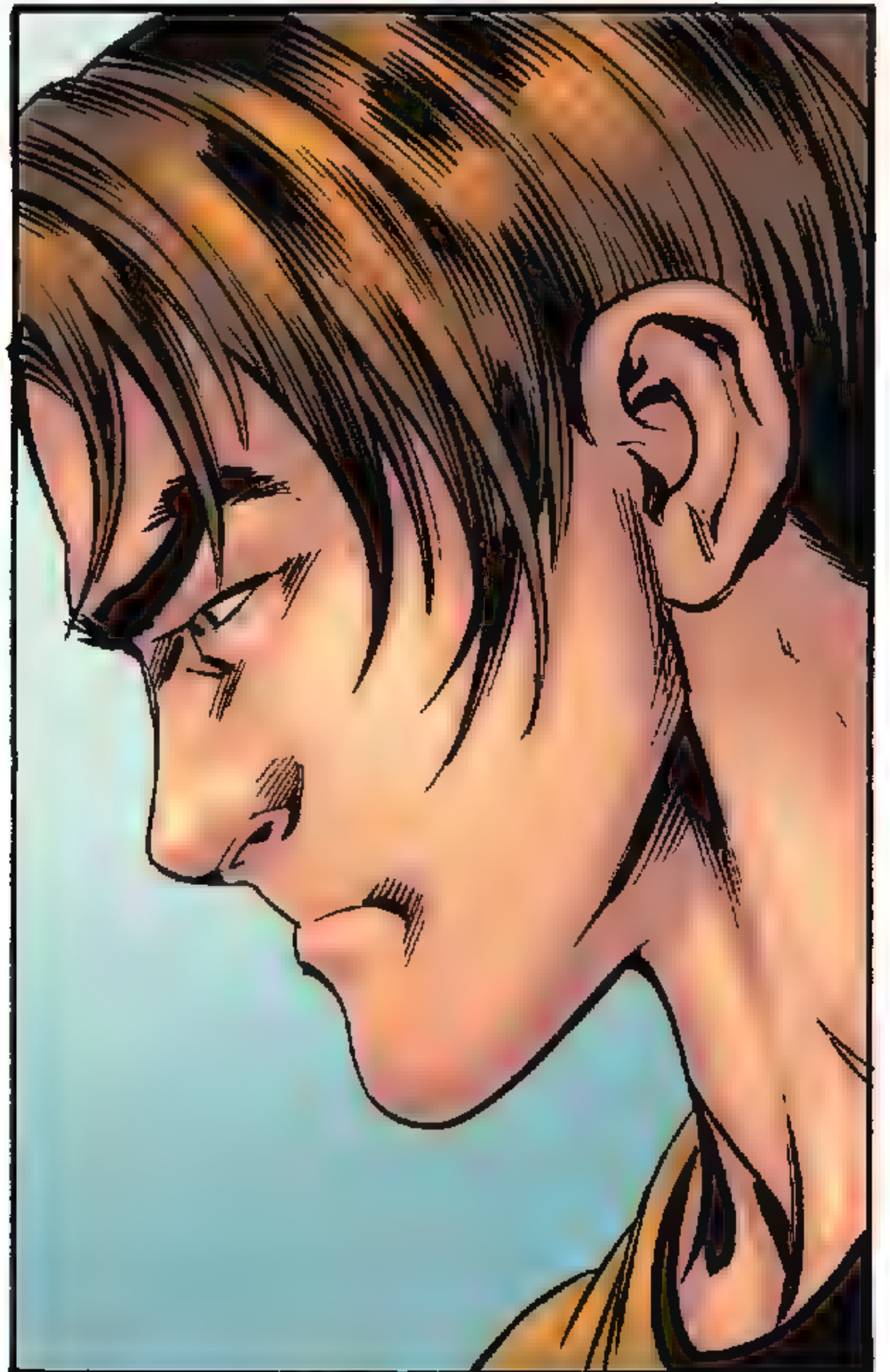
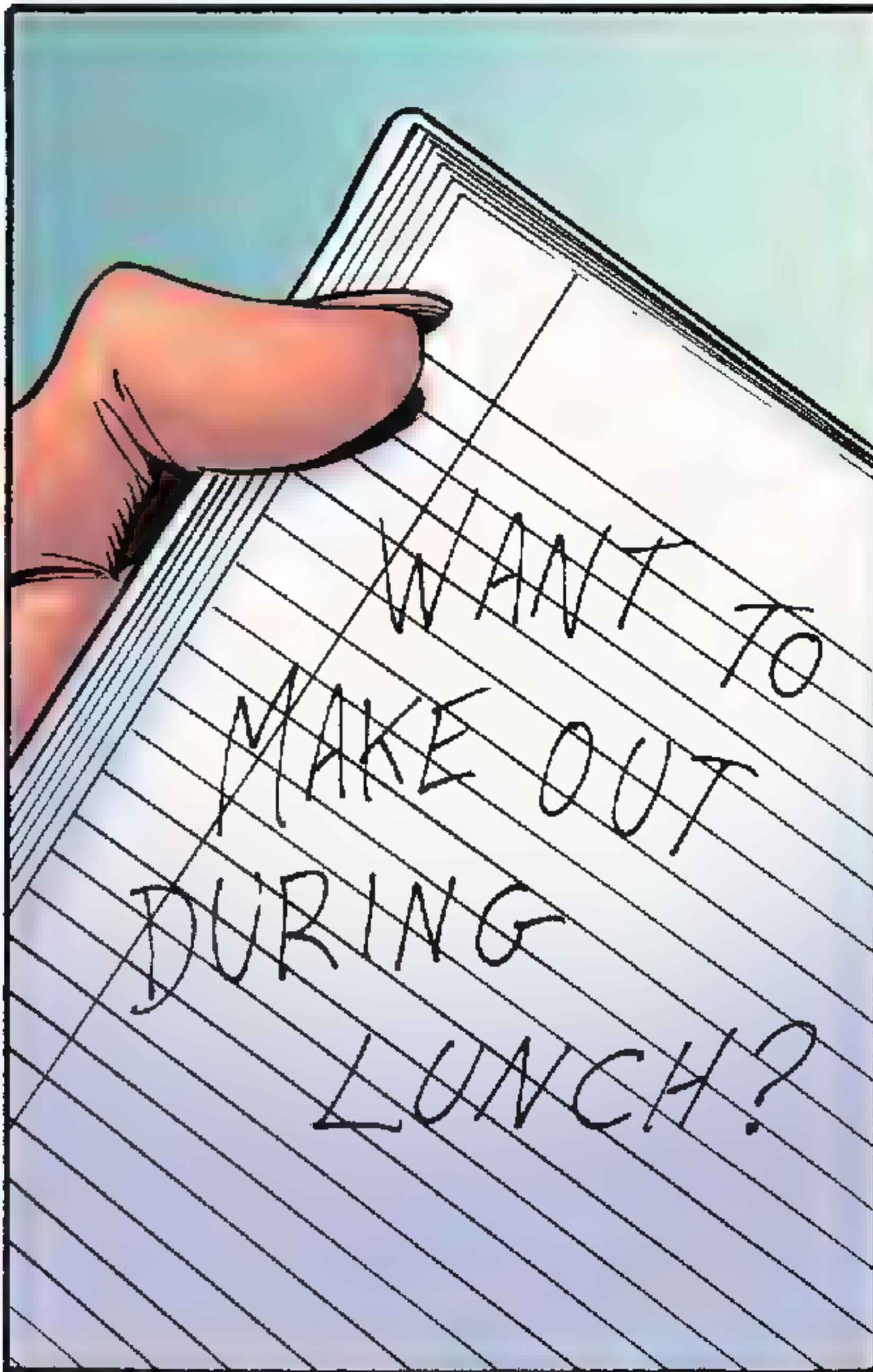
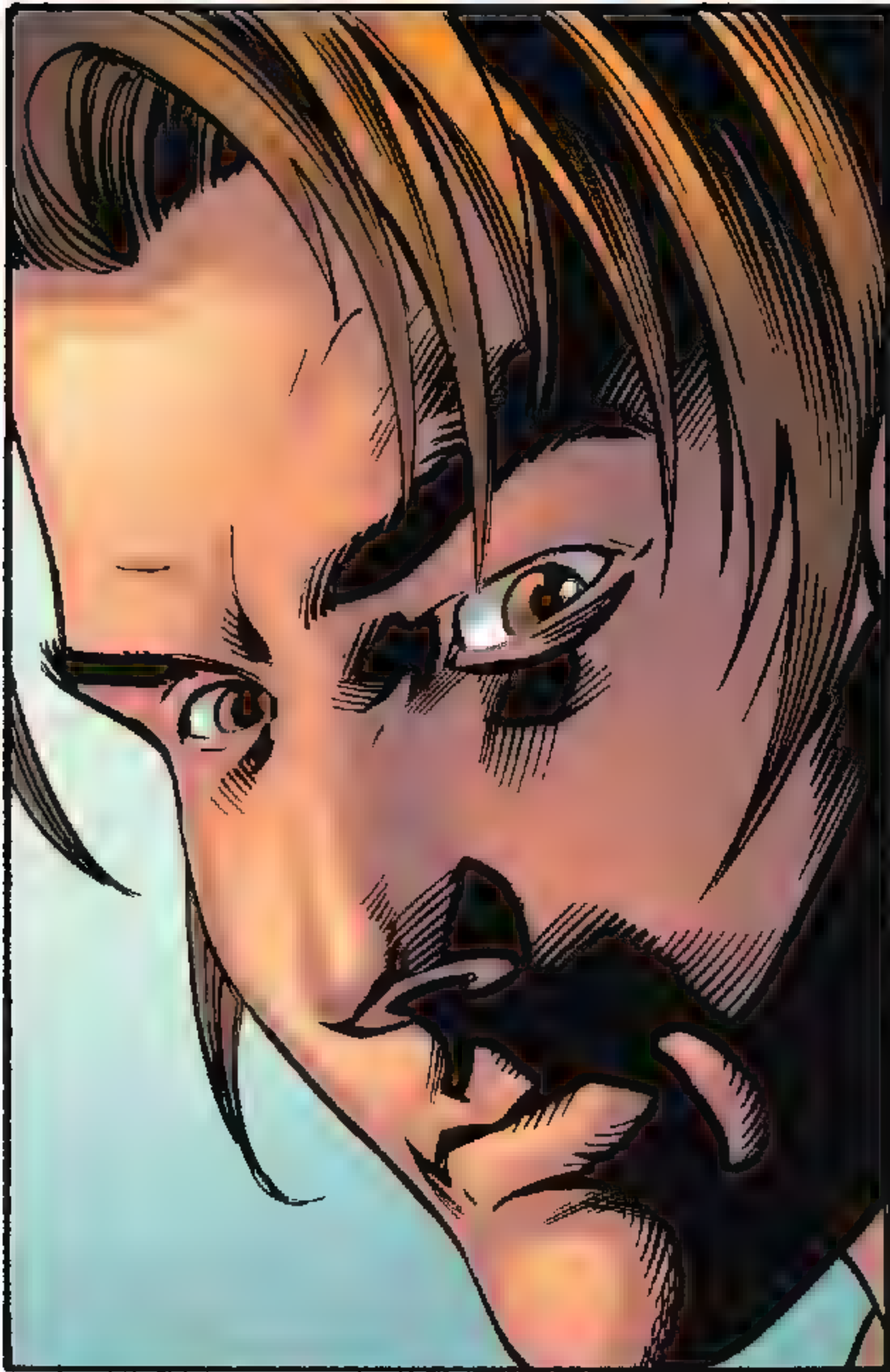


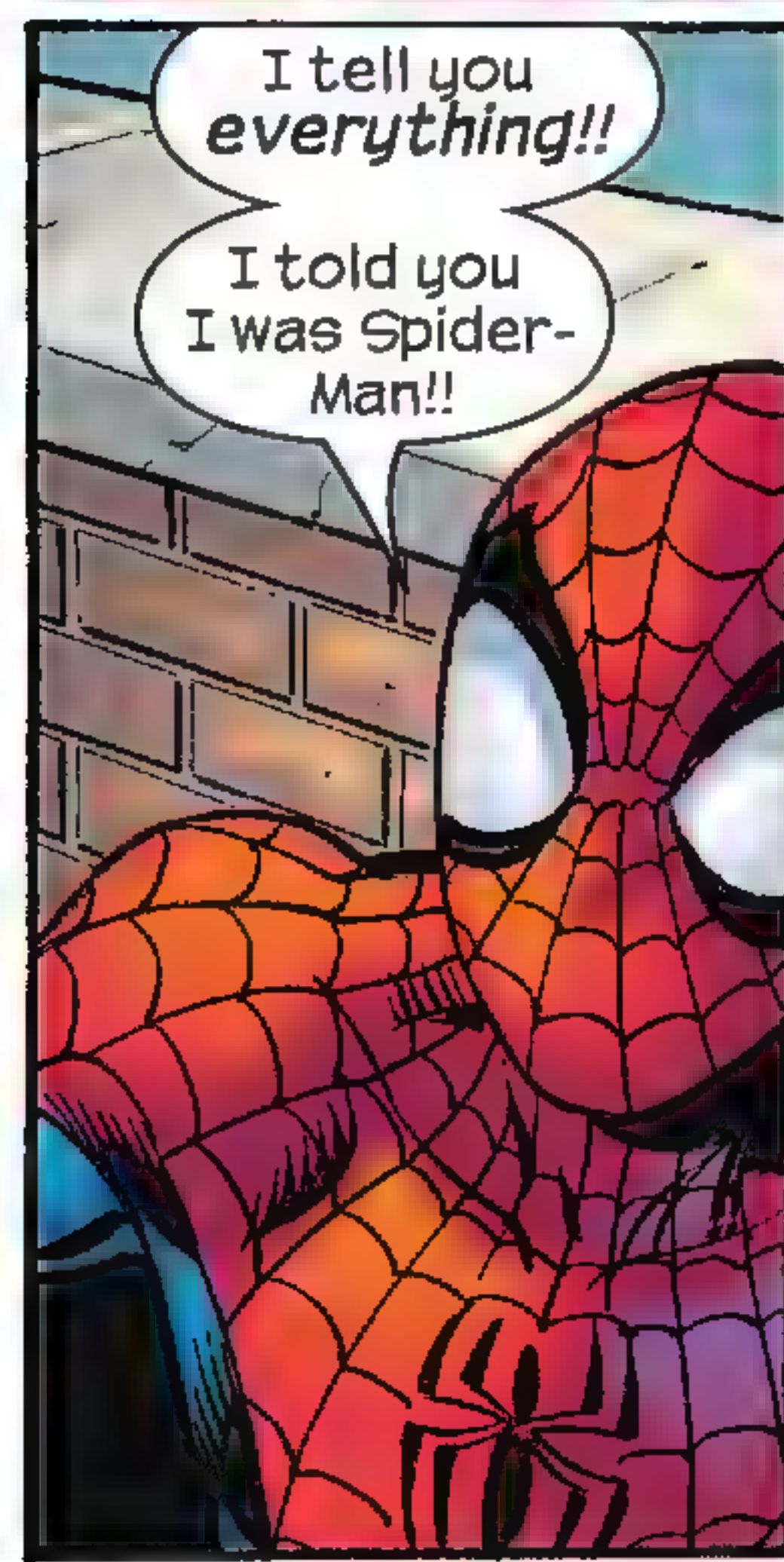
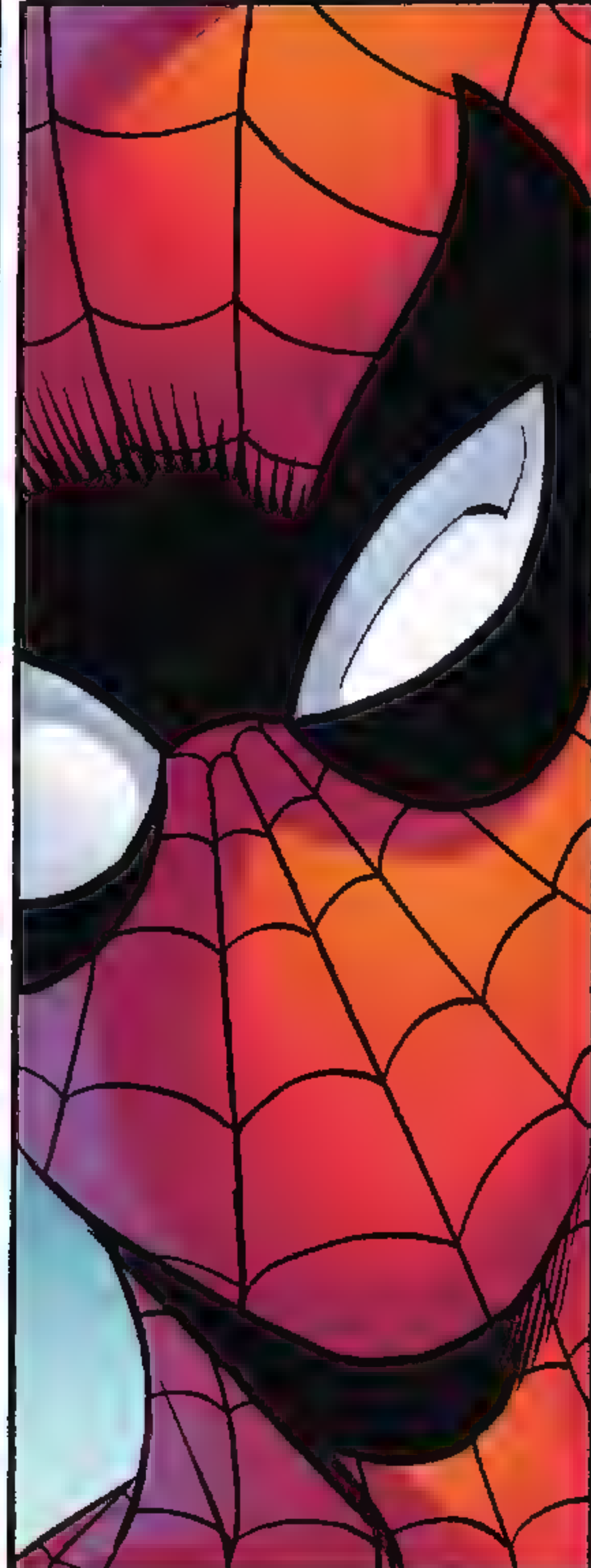
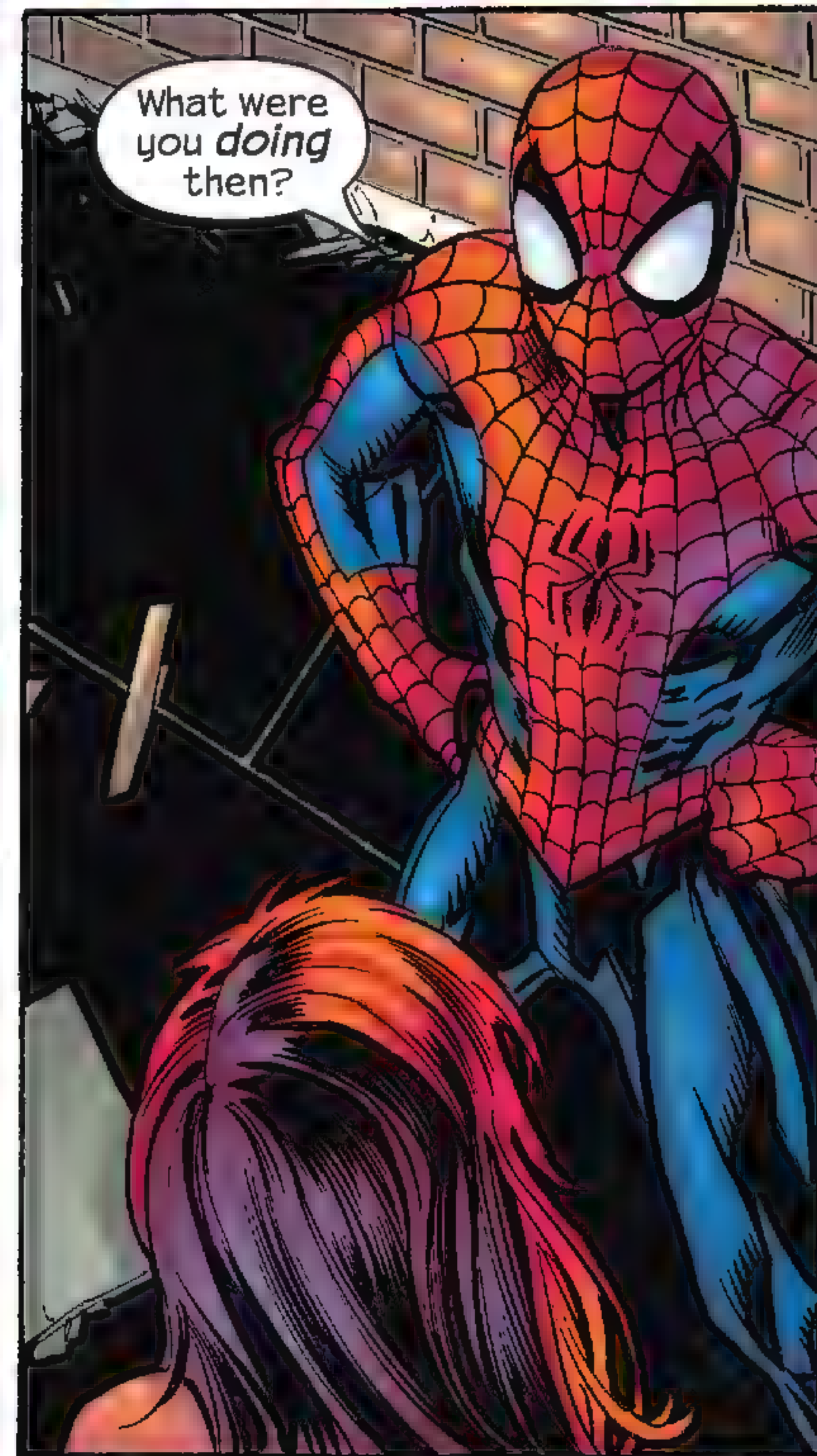
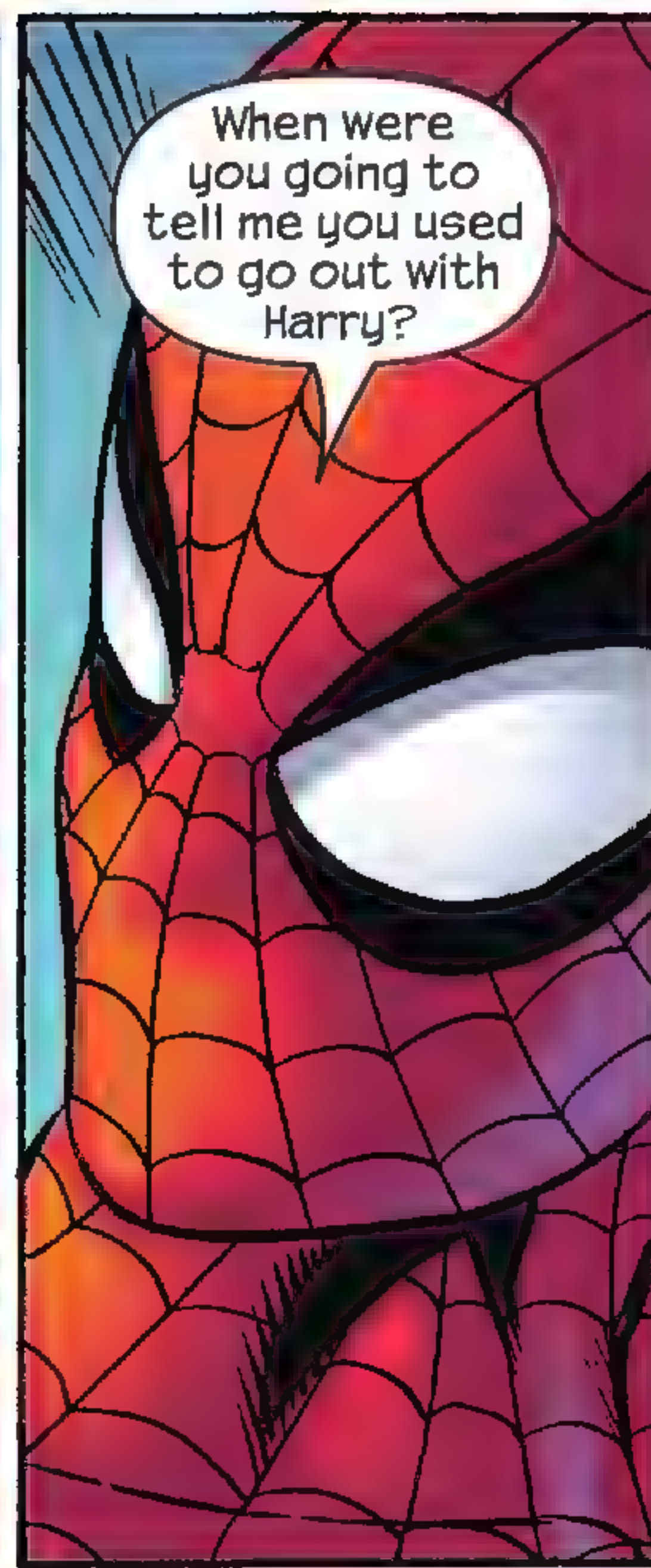
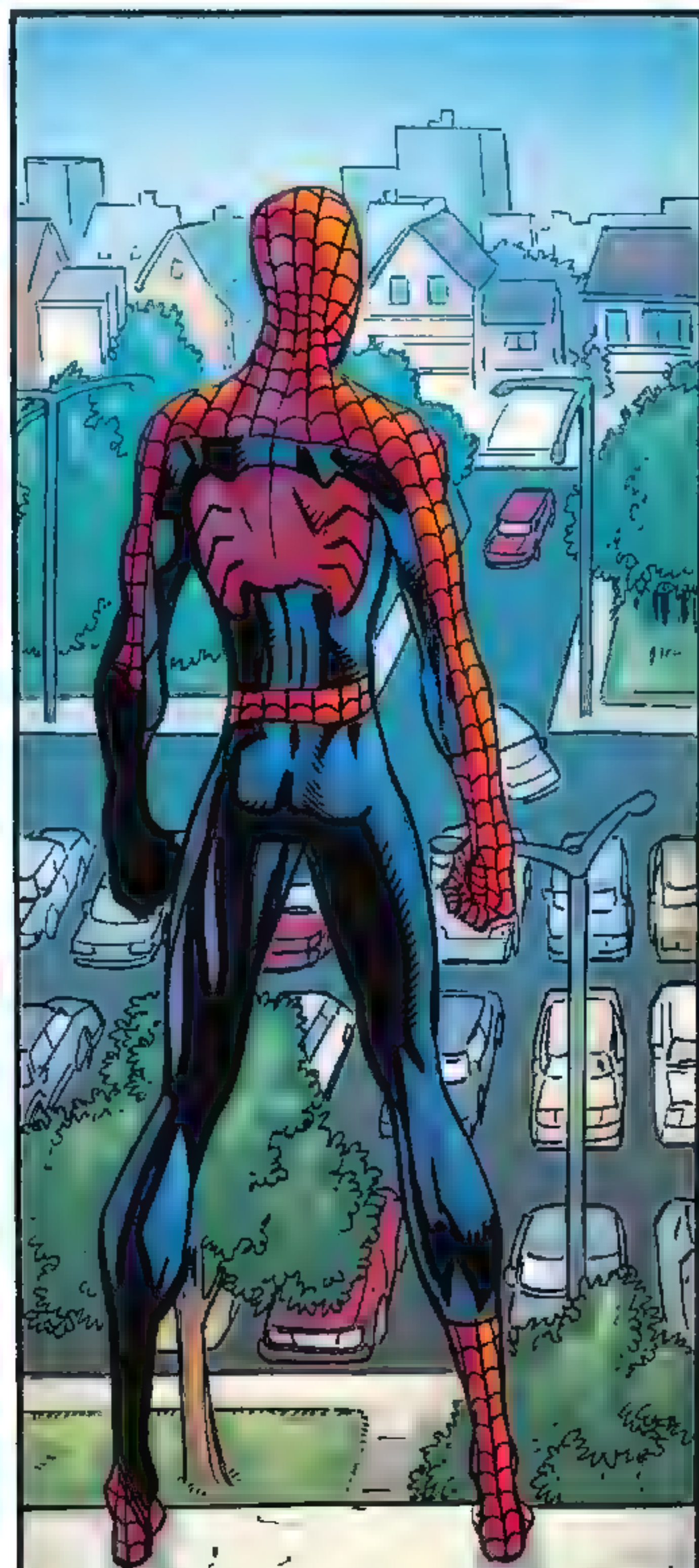


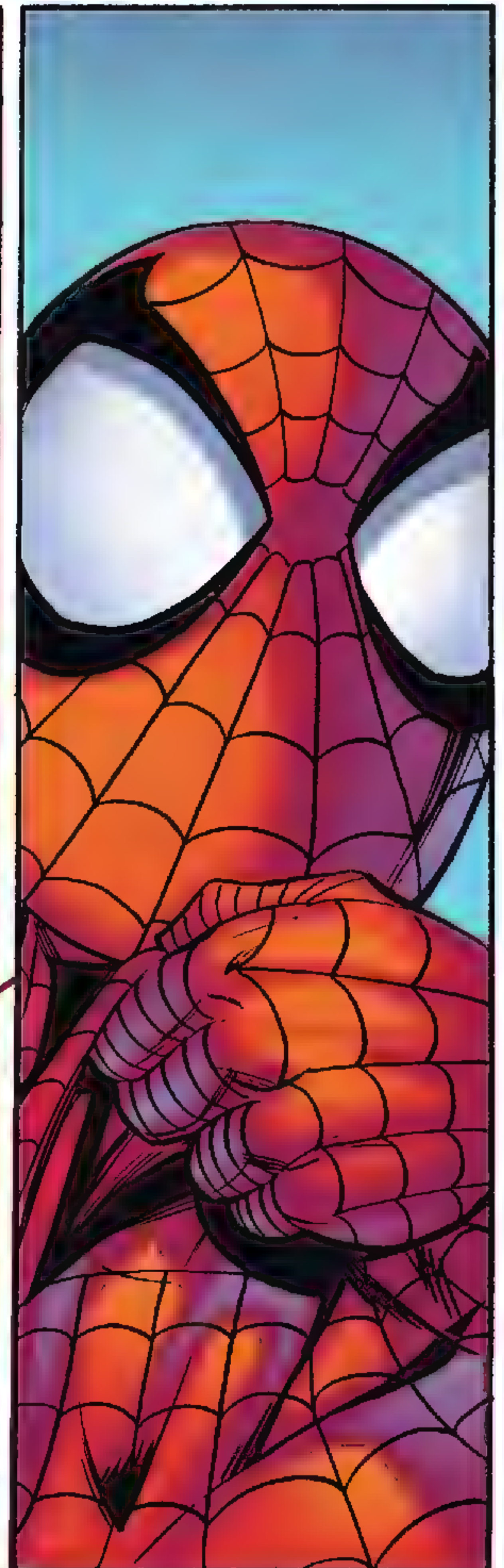
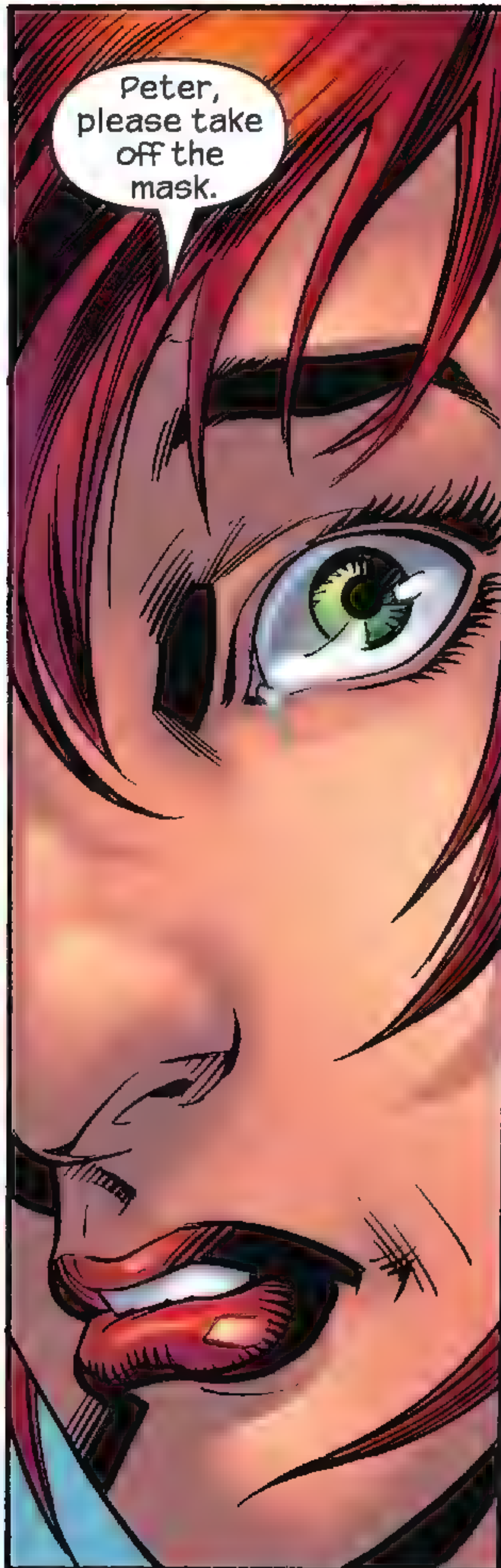
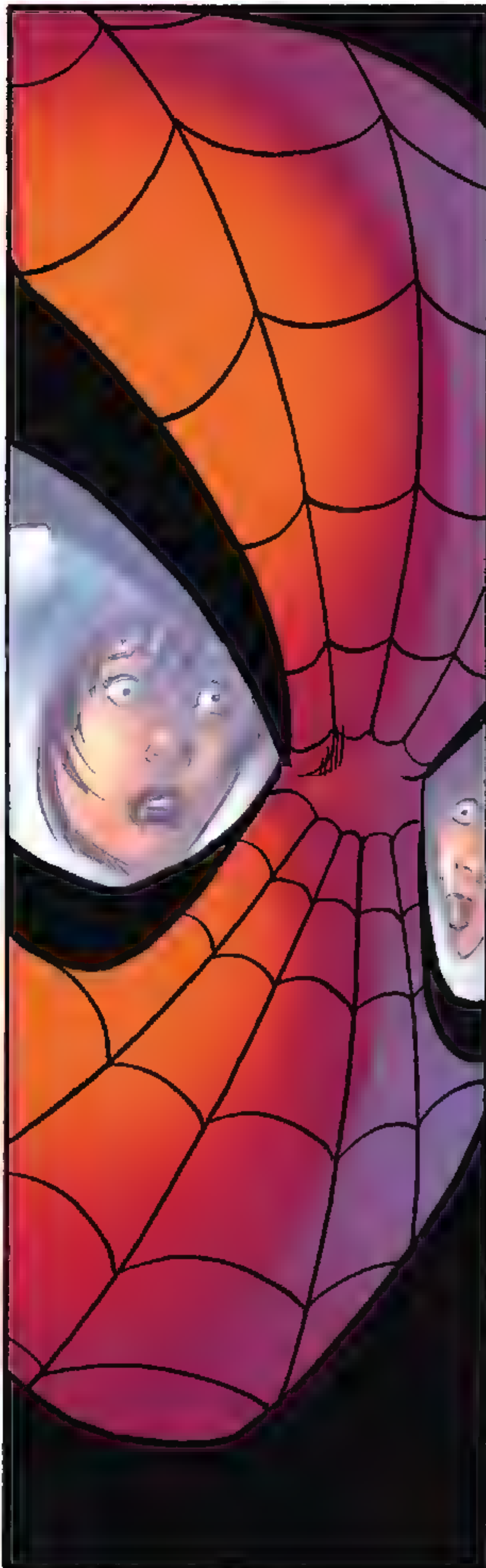
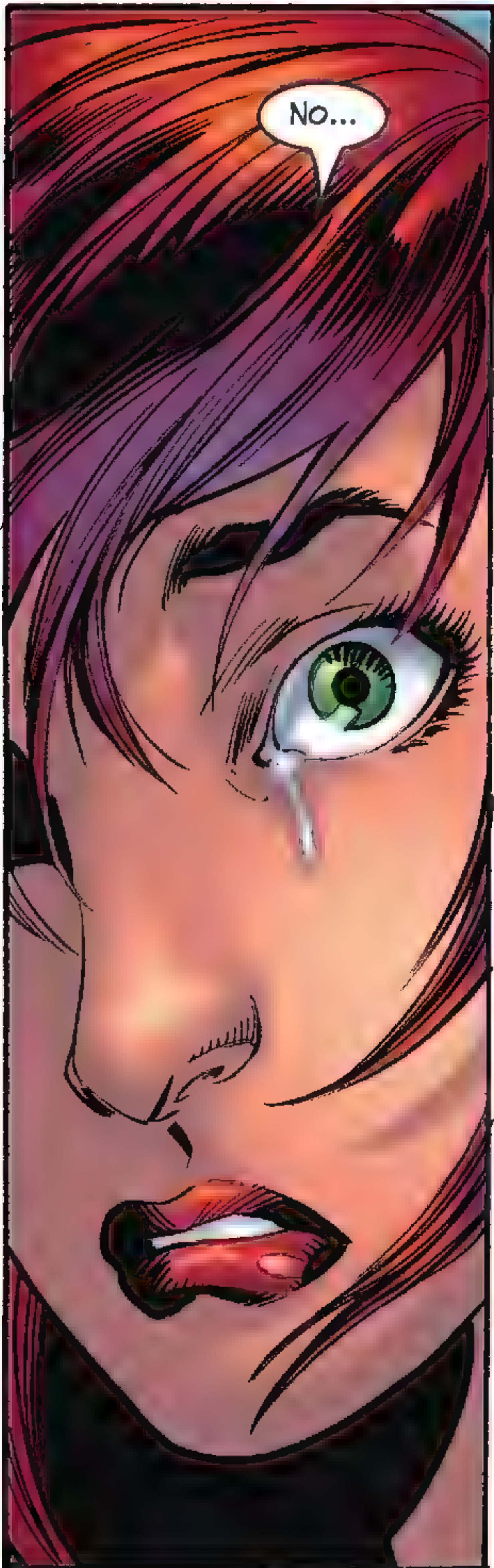


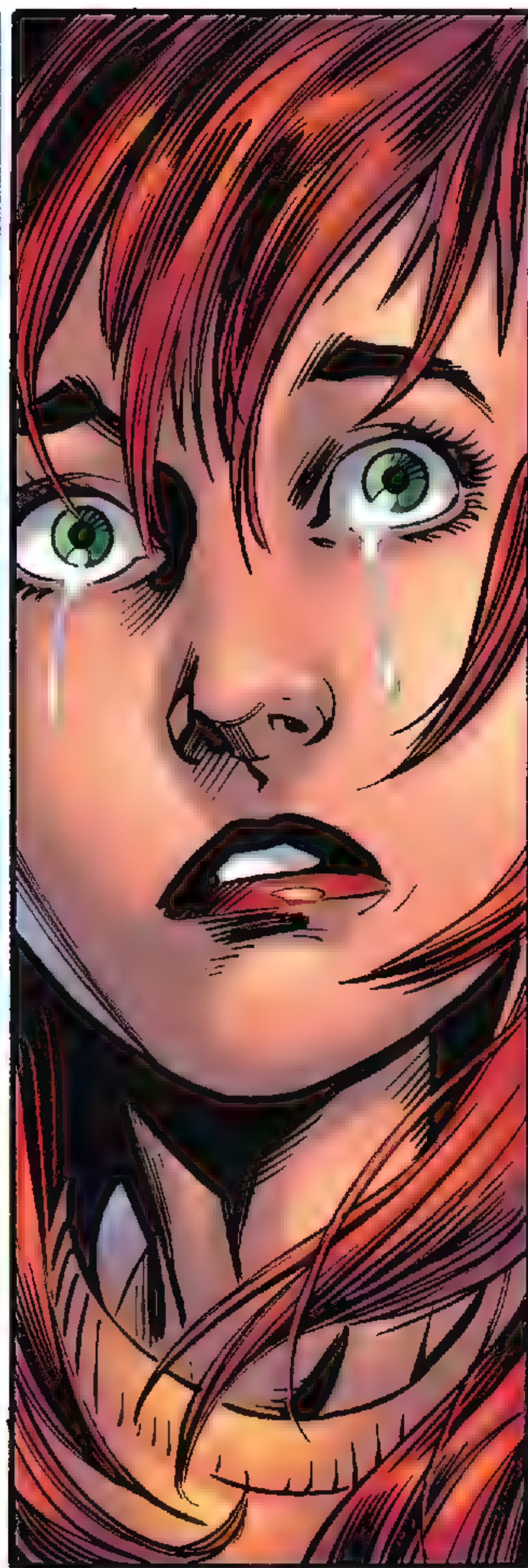
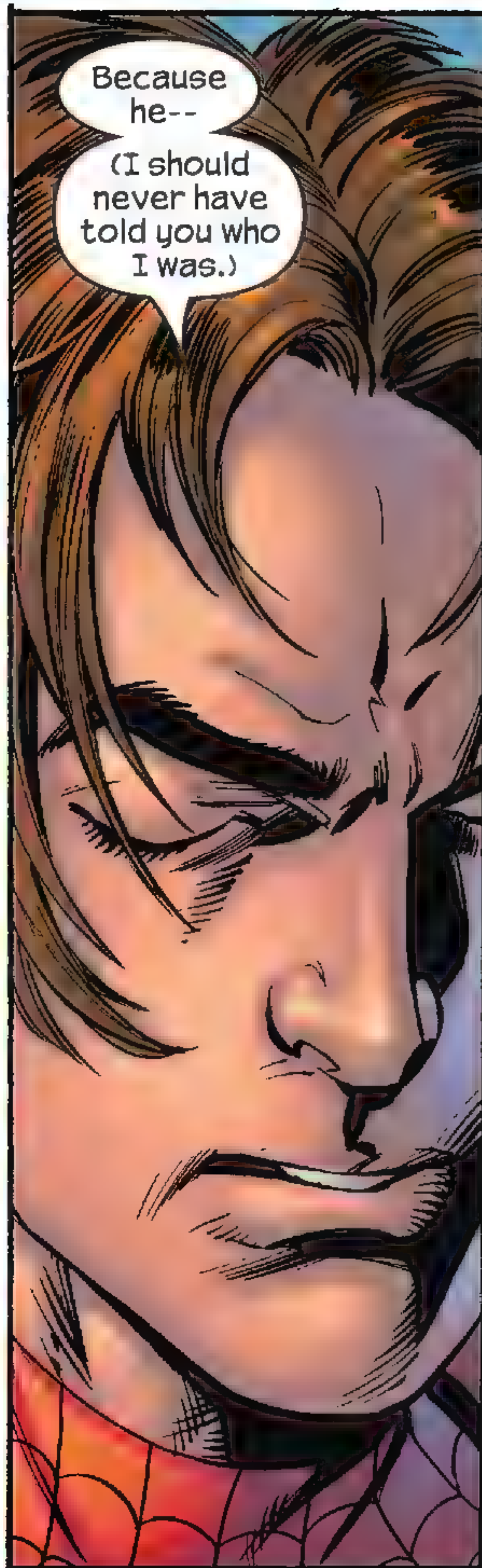
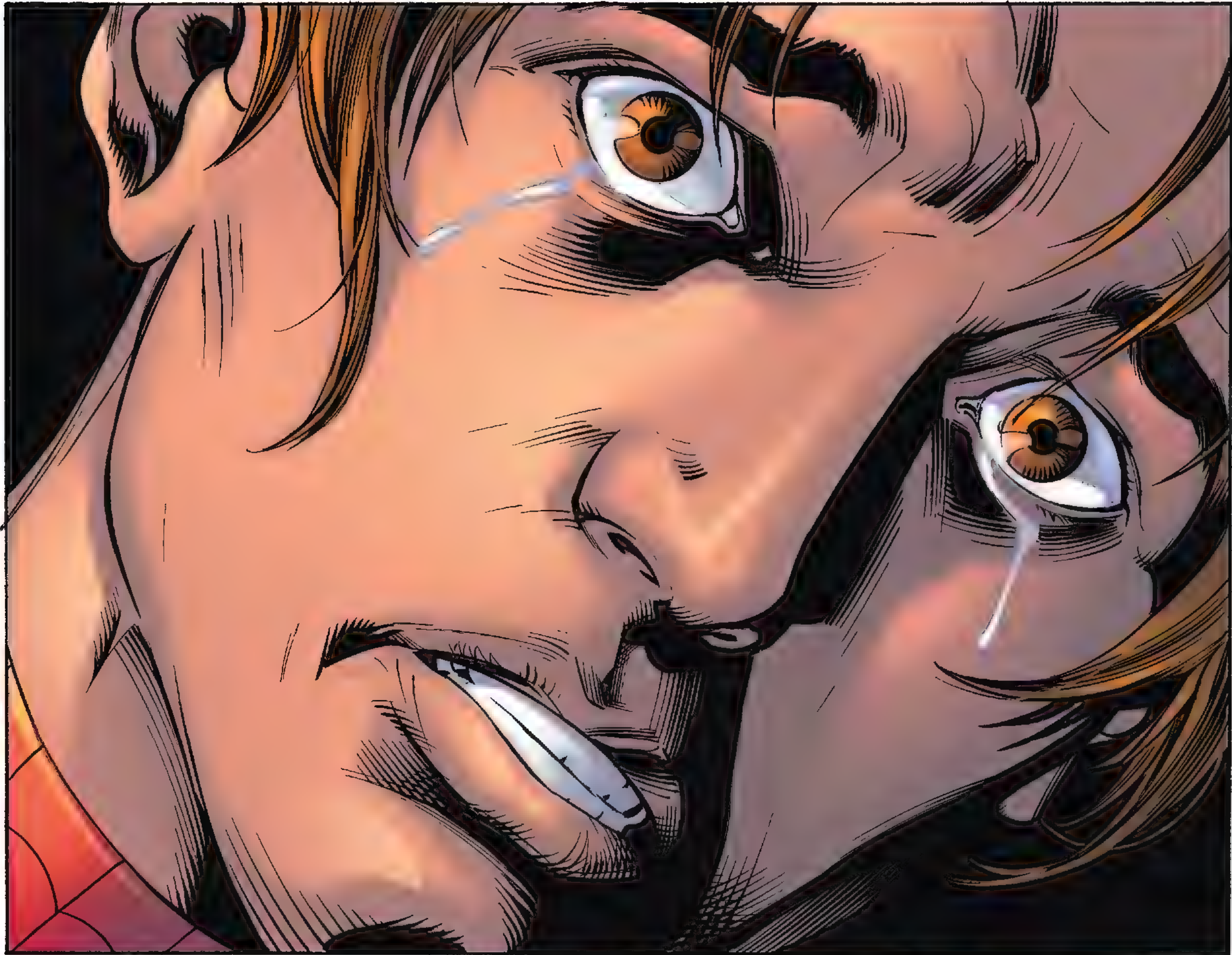


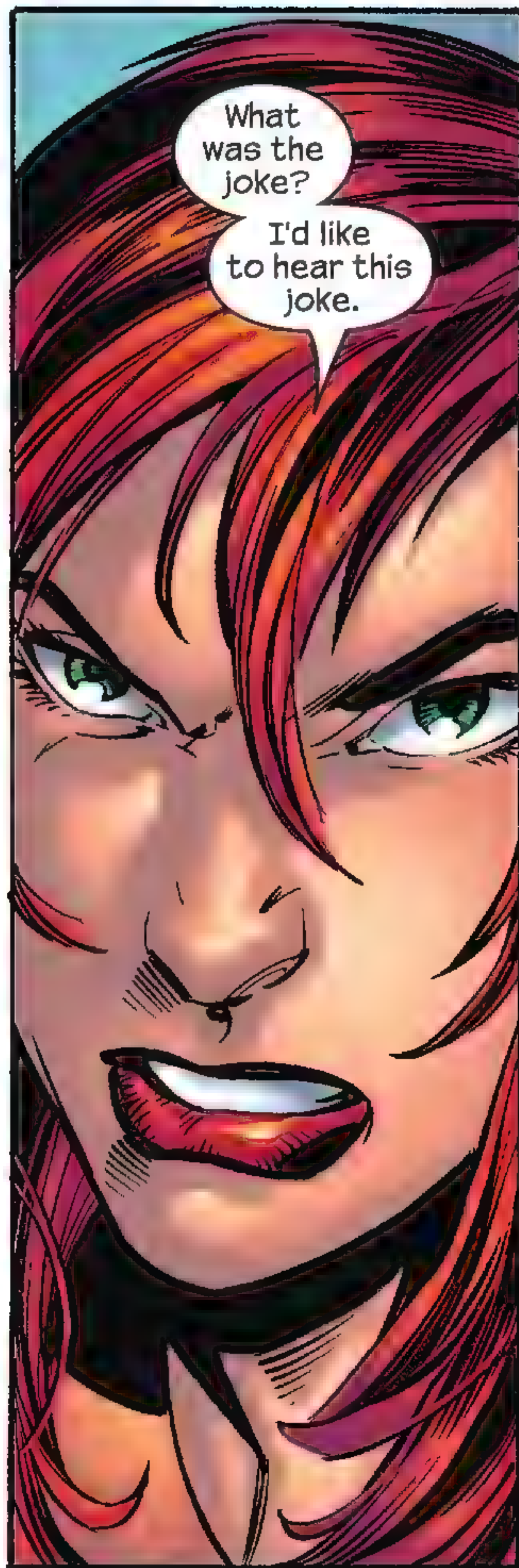
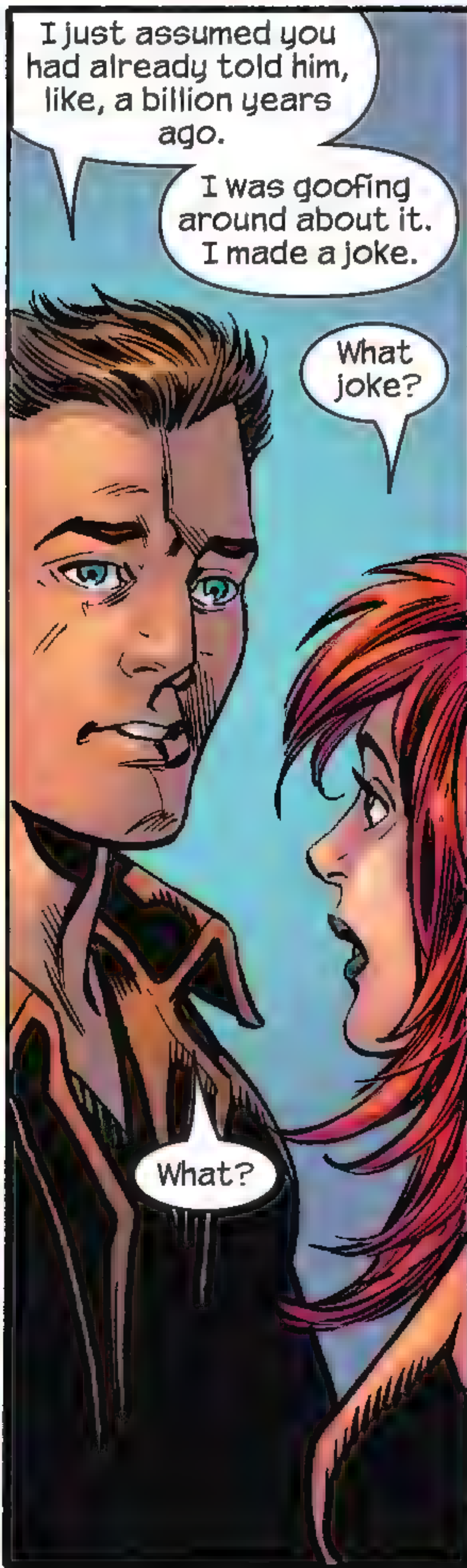
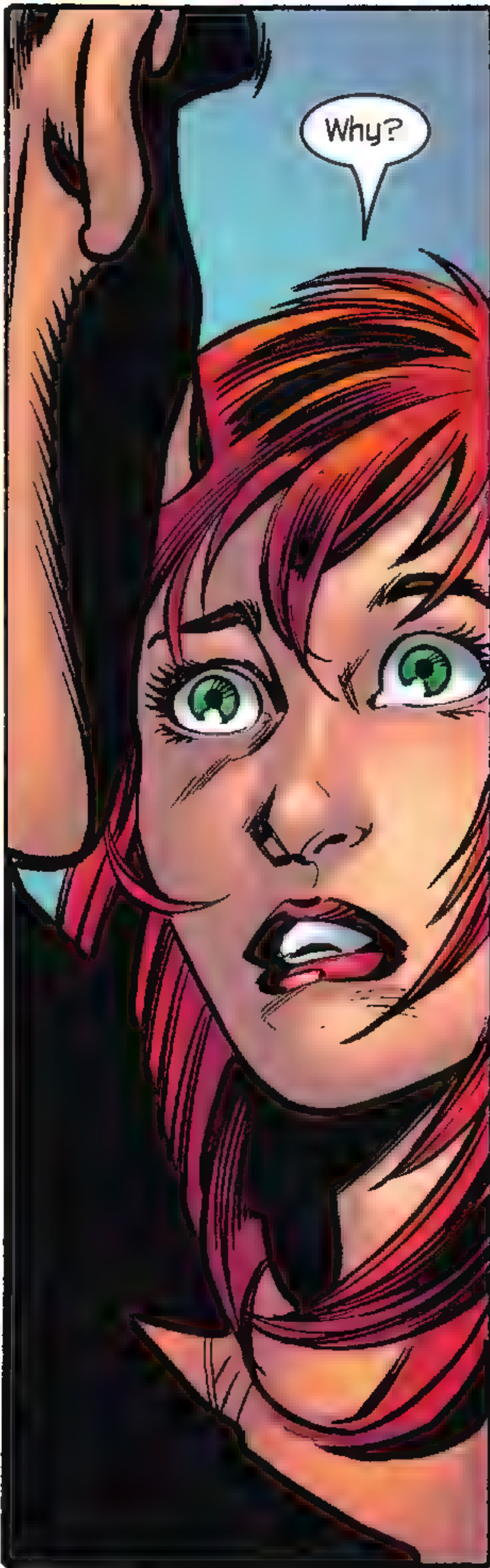
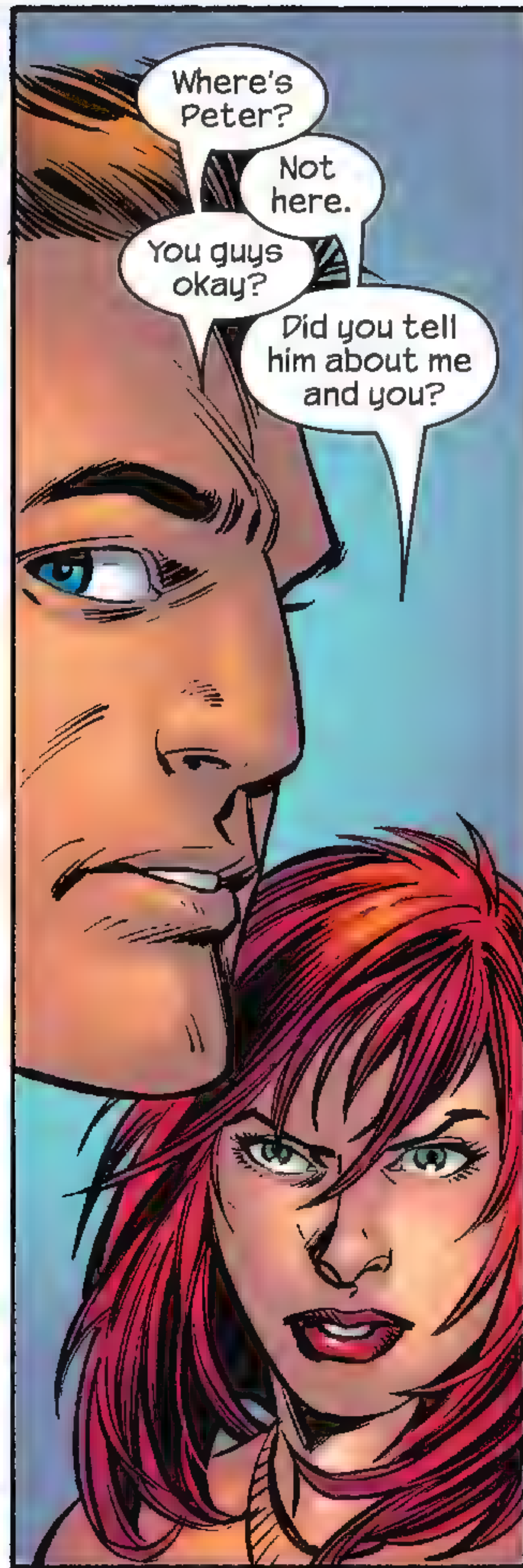
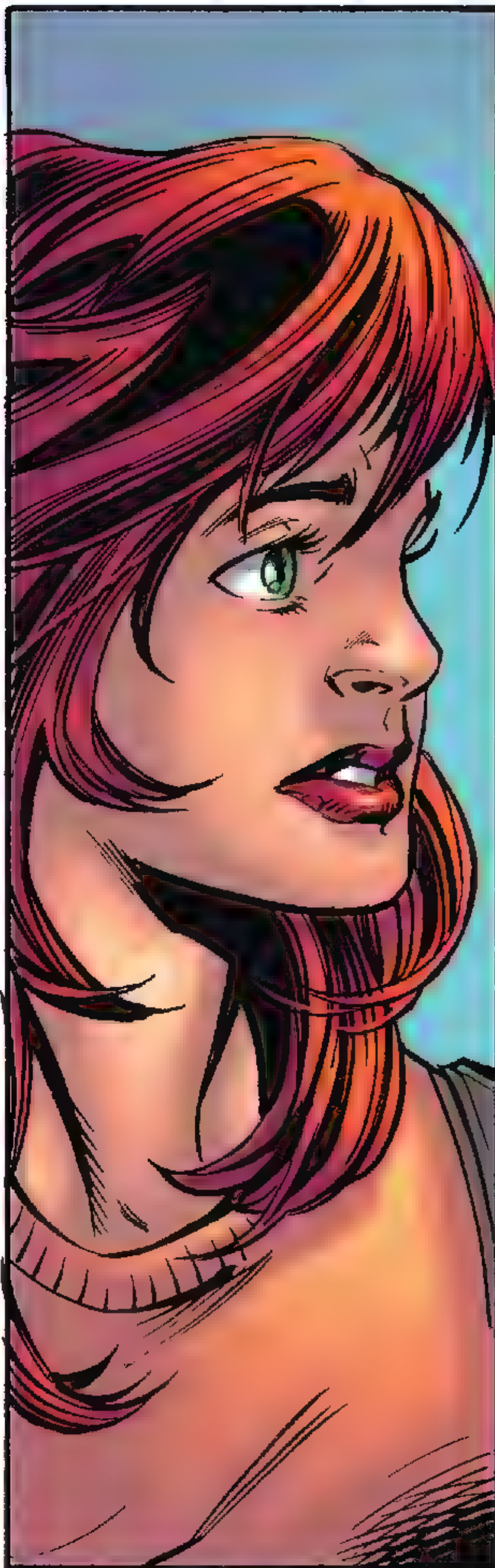


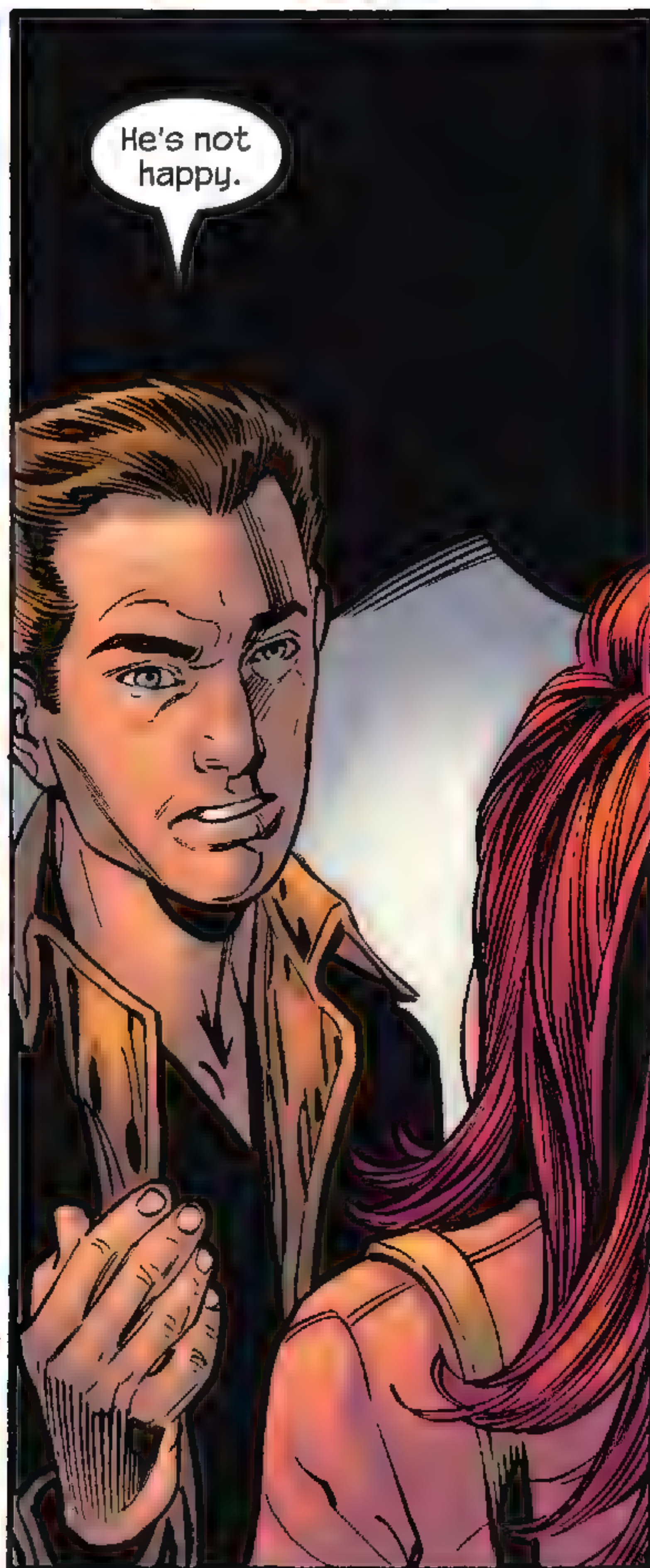
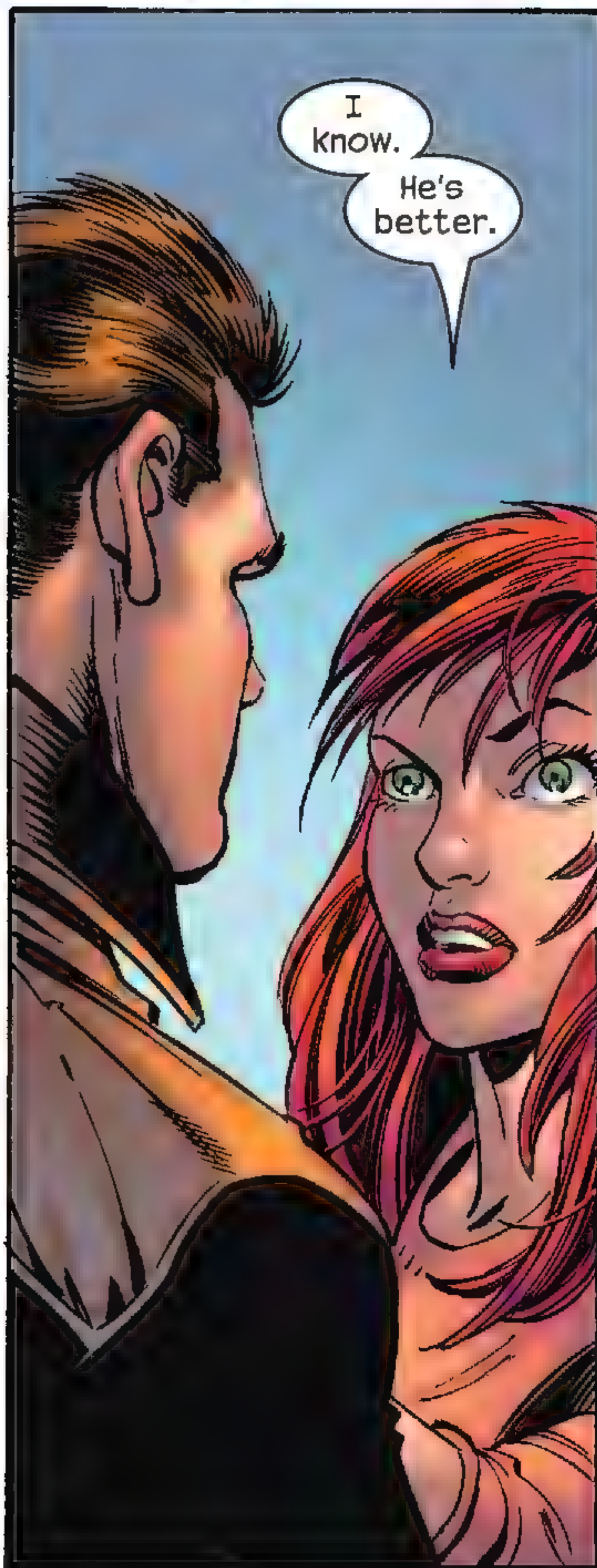
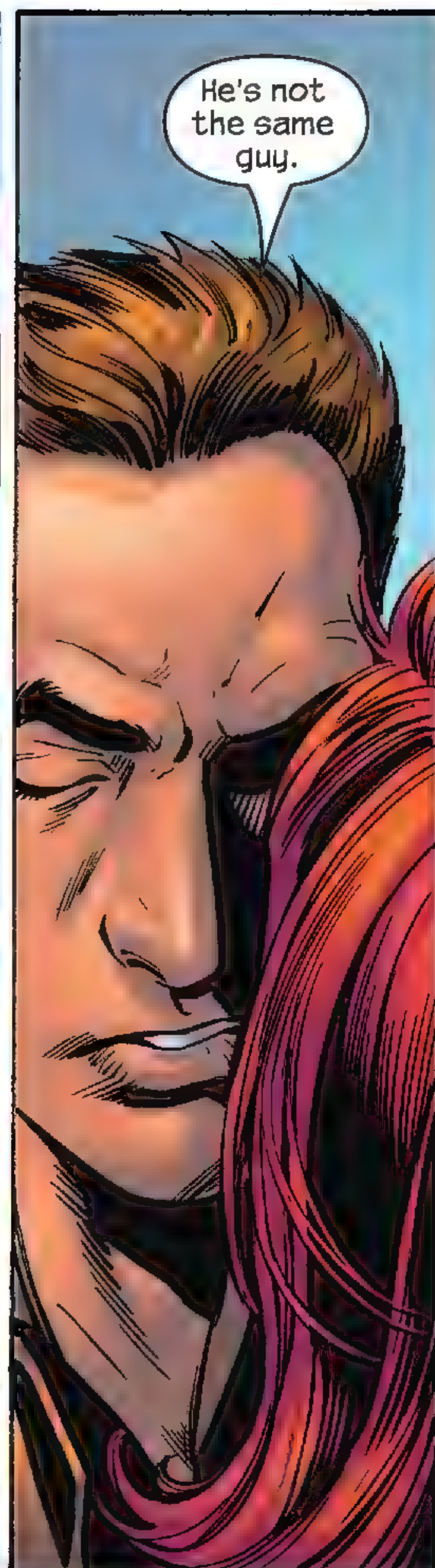
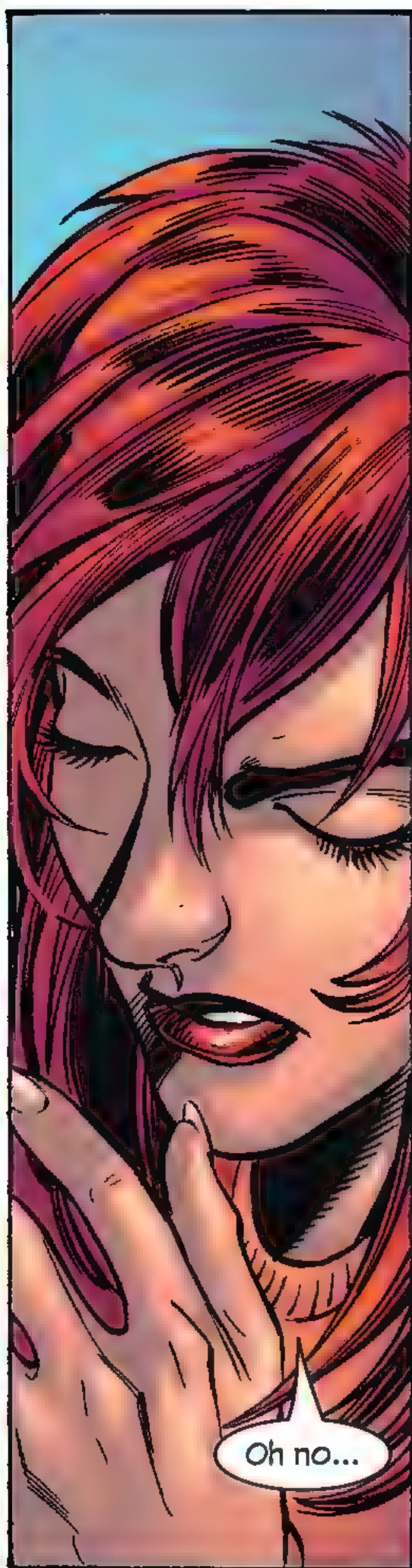














Yeah.

His Uncle Ben died just a few months ago, people forget. It was only a little bit ago.

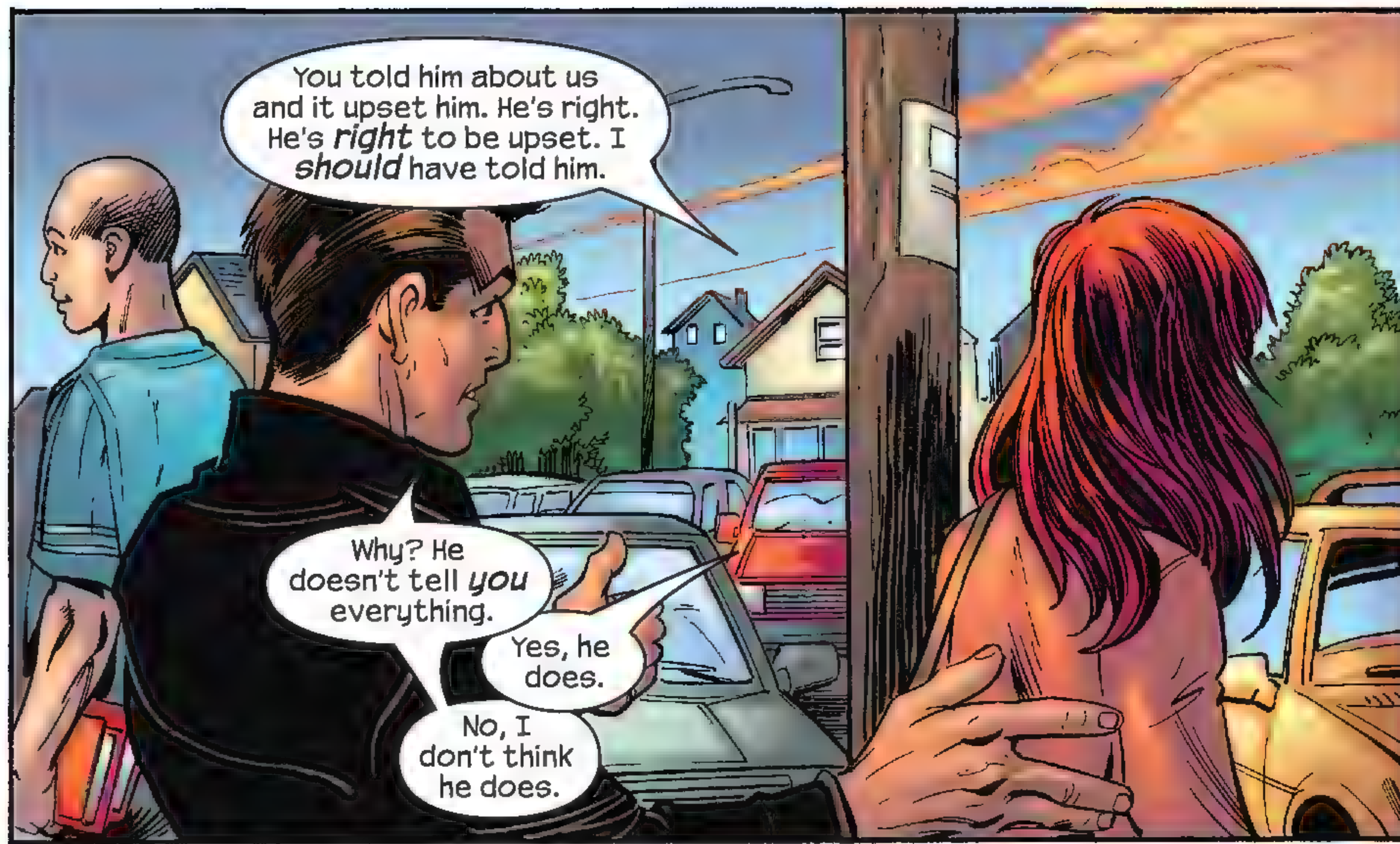
That guy was everything to him. And now this. And all the other stuff.

Doesn't mean he has to take it out on you.

He's not.

Okay.

He's not!!



You told him about us and it upset him. He's right. He's *right* to be upset. I *should* have told him.

Why? He doesn't tell *you* everything.

Yes, he does.

No, I don't think he does.



Yes, he does.

Okay.



Listen. Okay.

I know everything.



You know he killed my dad?



What?



Didn't think so.

What are you talking about?

He killed my dad.

They fought, he killed him.

I'm okay with it. Not "okay"...but I understand how it happened.

Peter had to do what he had to do.

My dad was- he- you saw what he had done to himself.

Peter wouldn't do that.

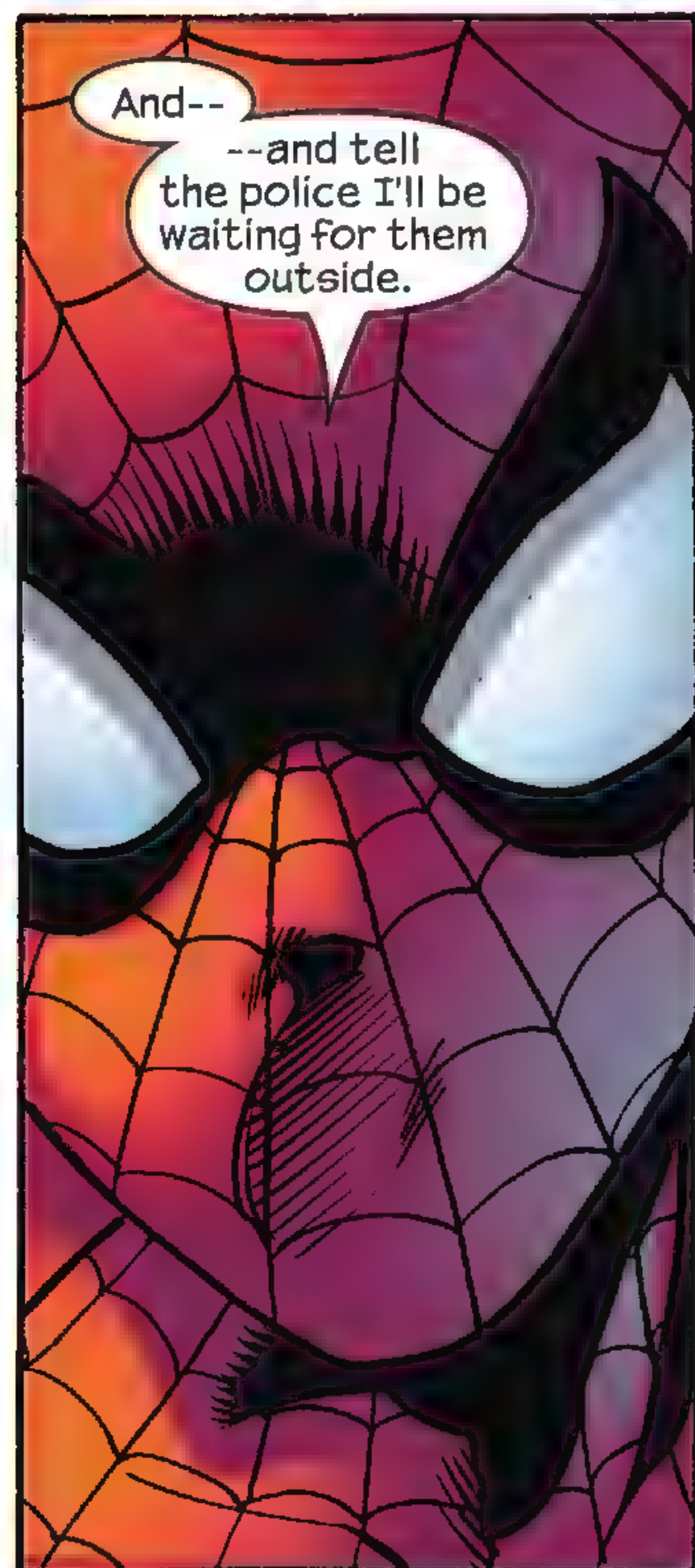
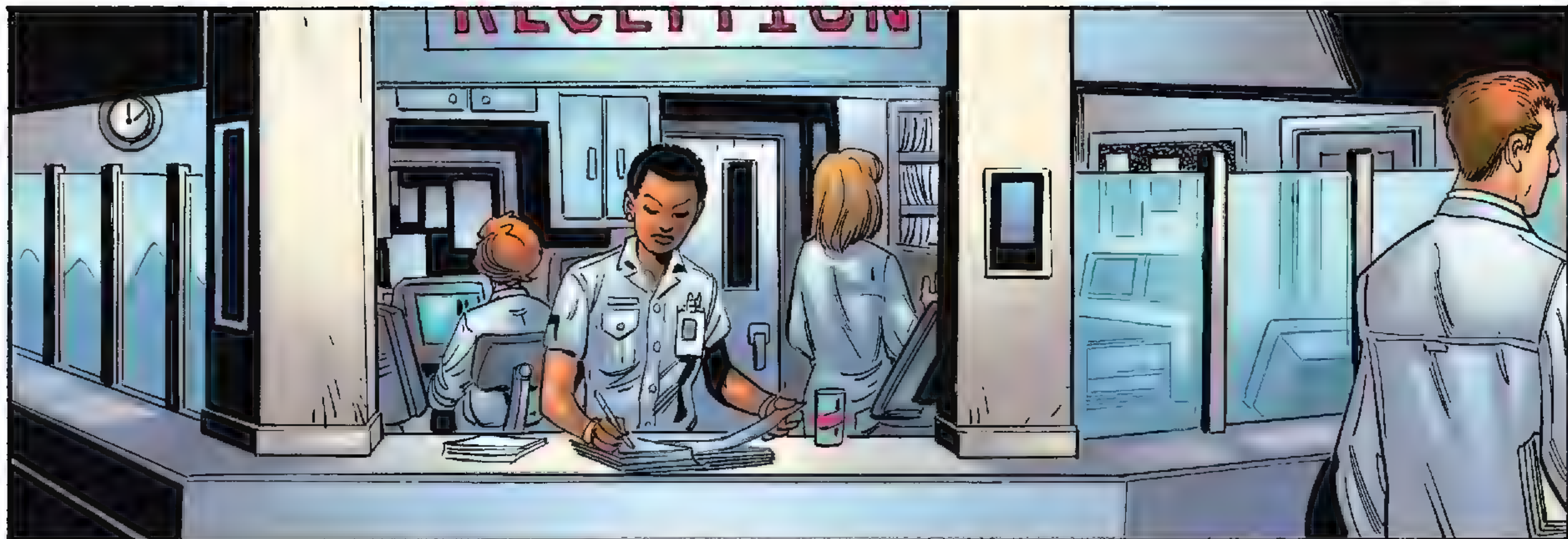


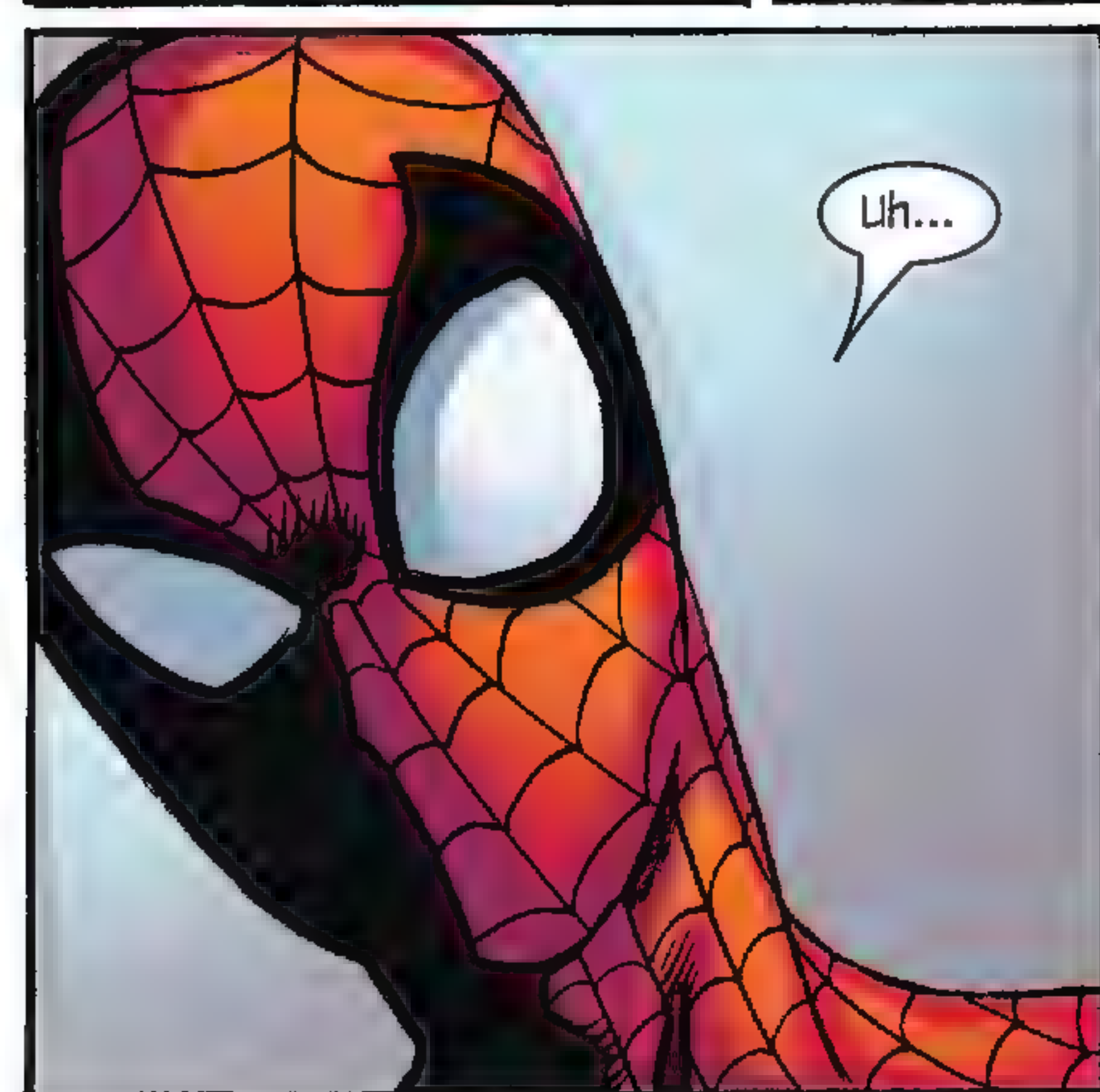
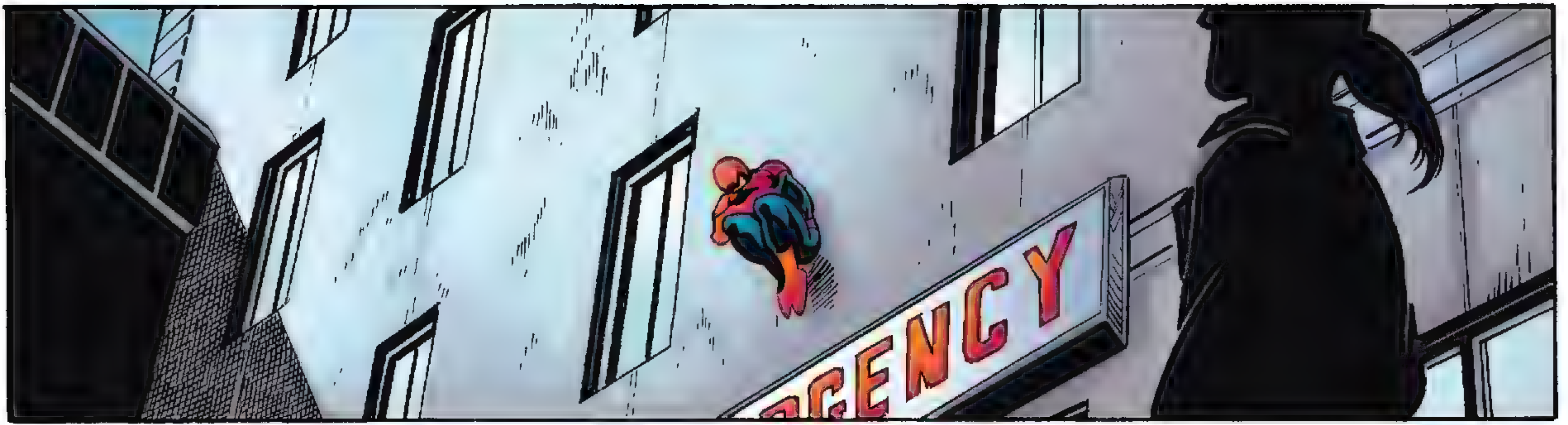
Spider-Man would.

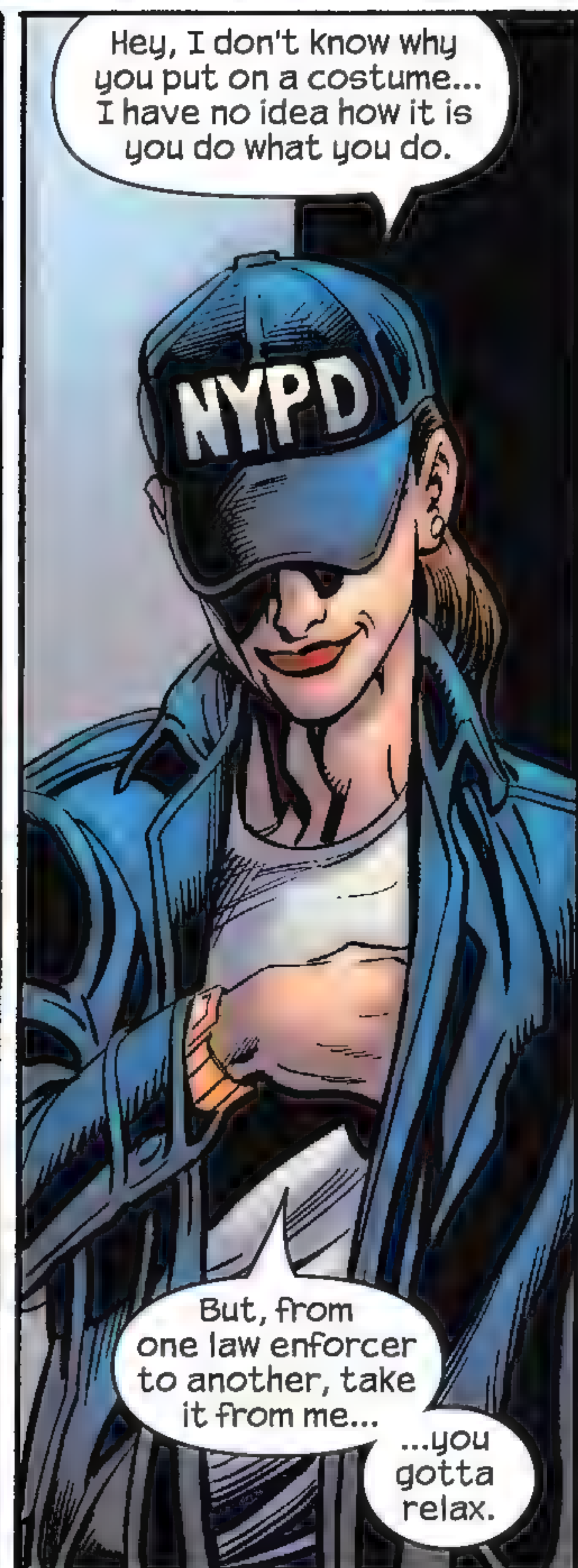


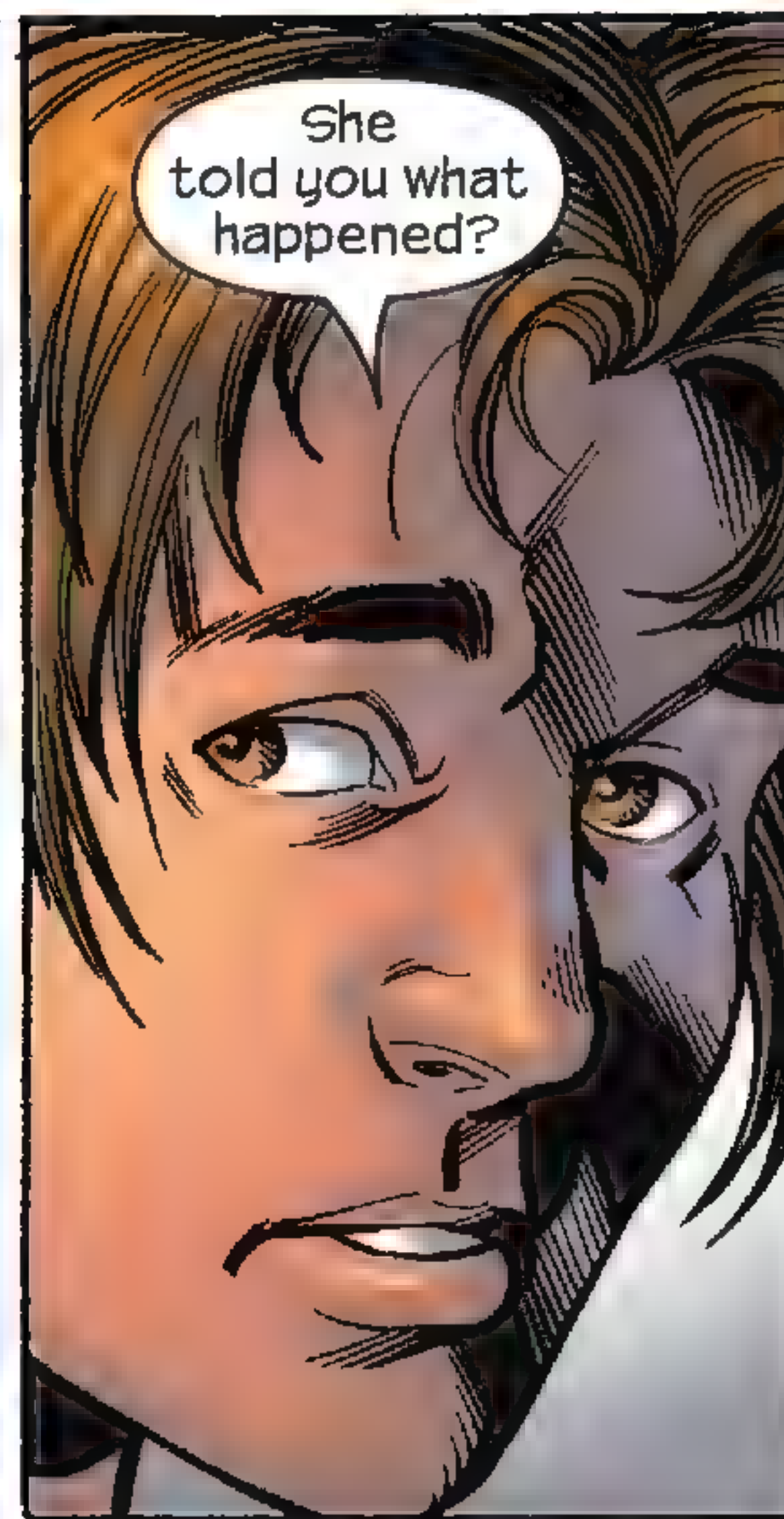
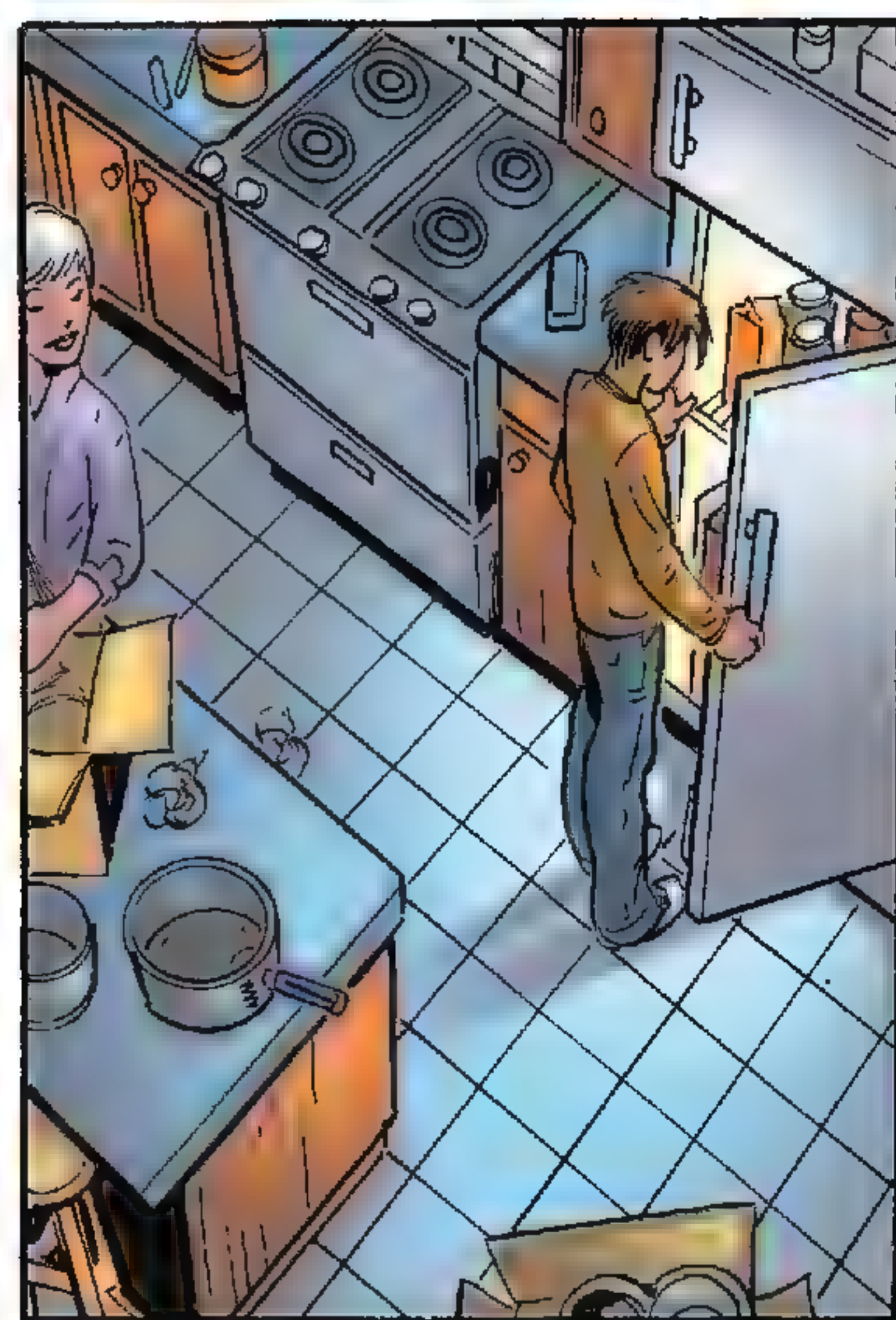
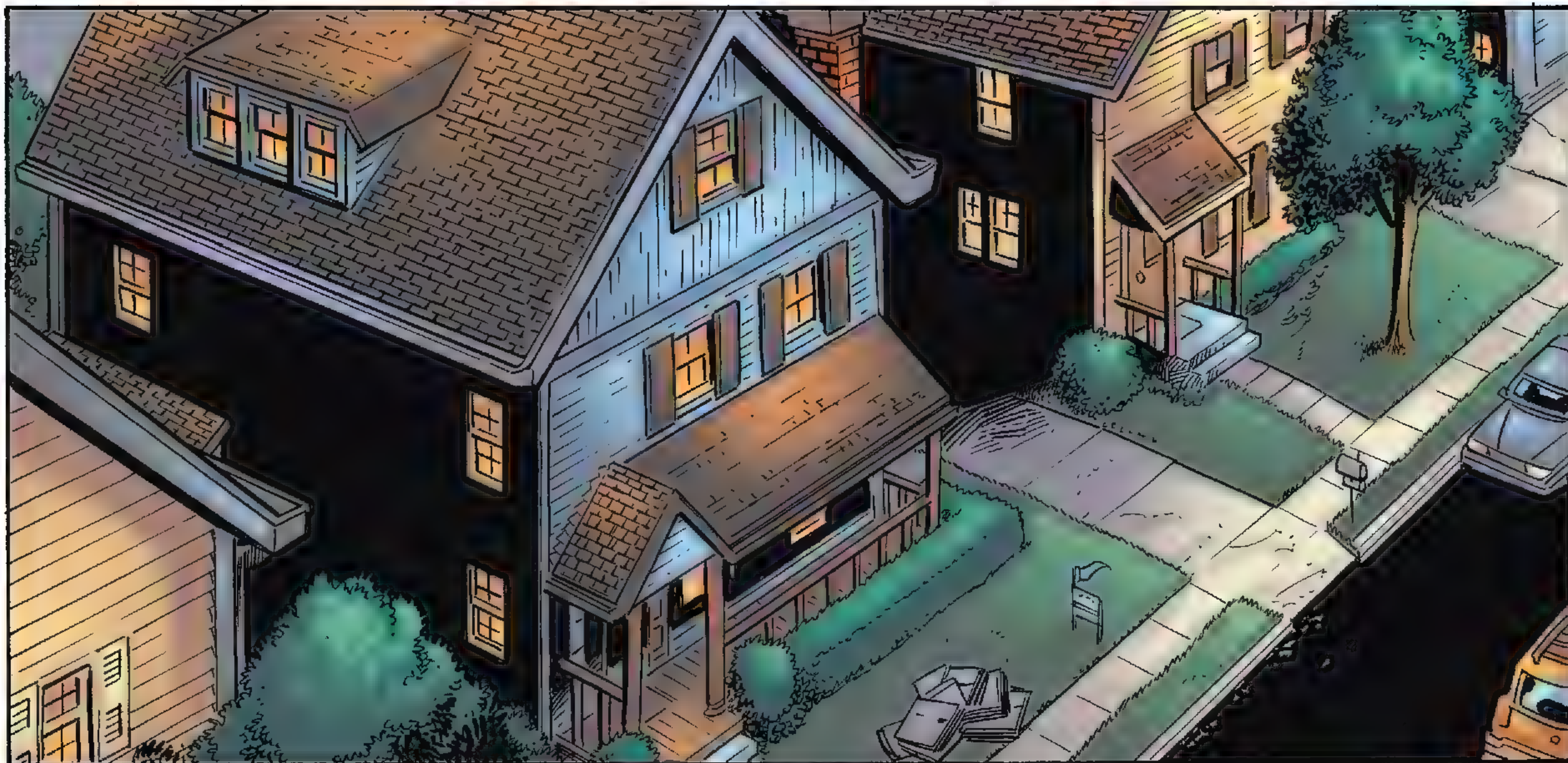


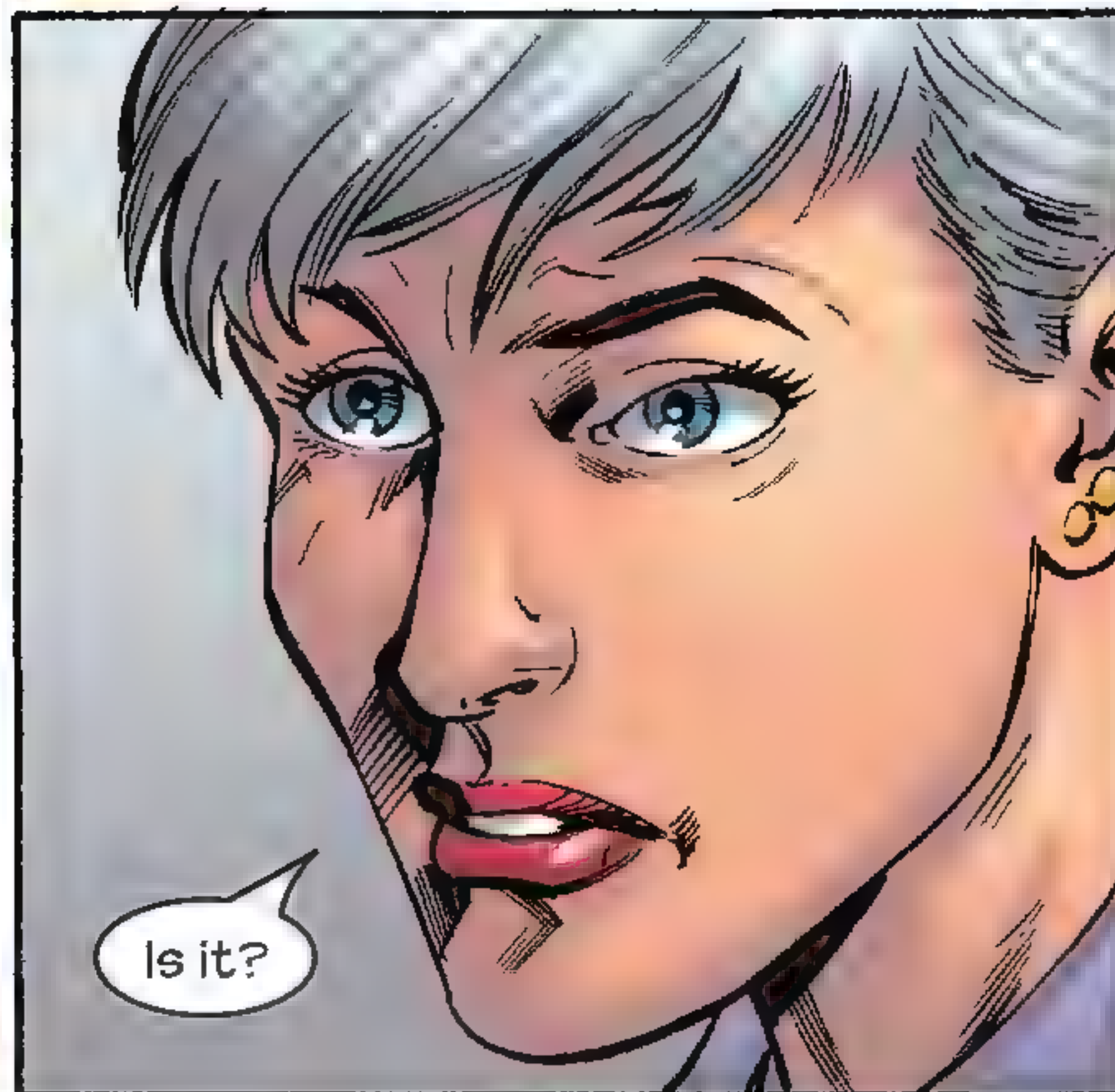


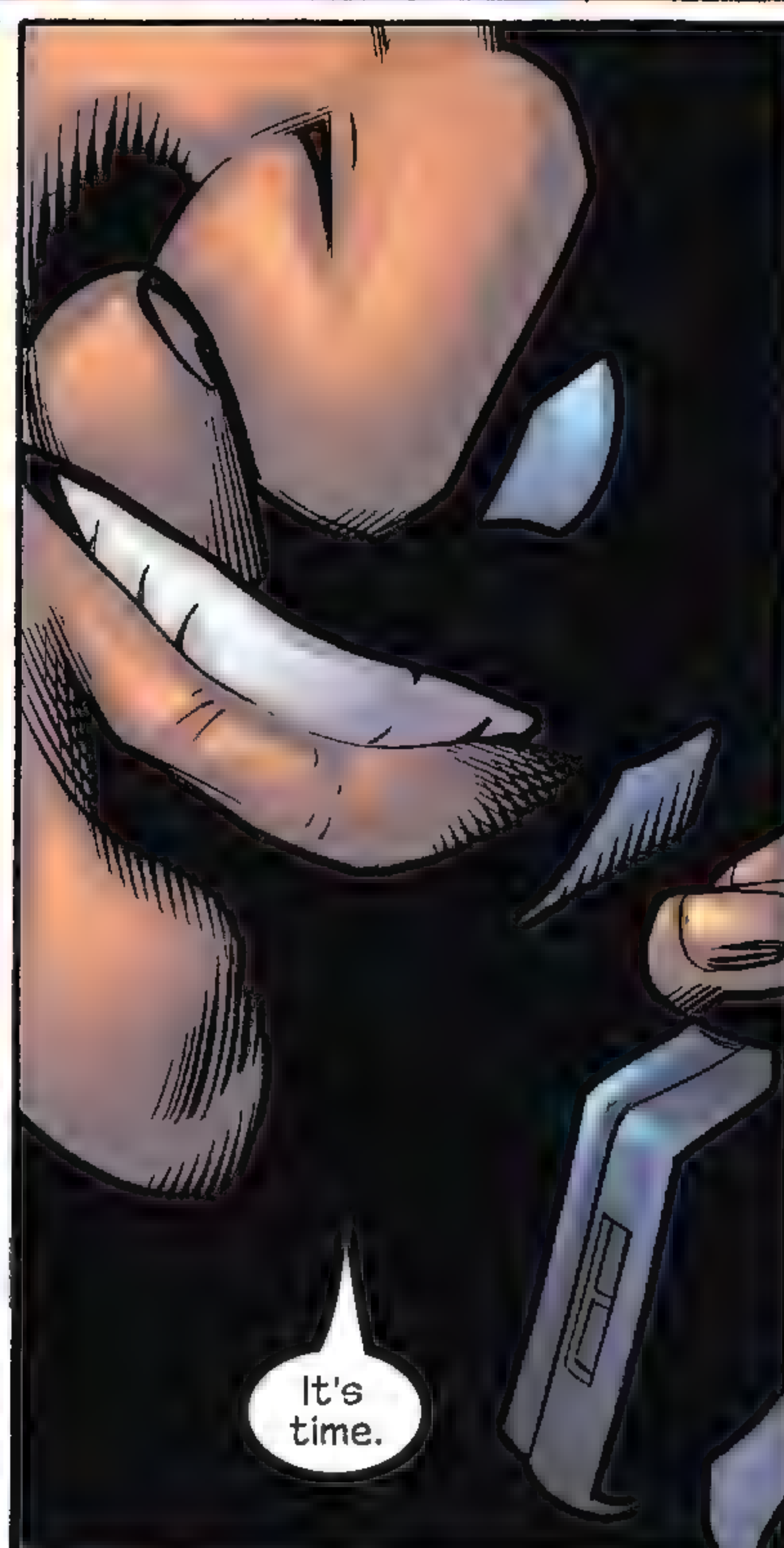














3/16/11
ISANOUE

Two days ago

Harry Osborn...

Welcome to the world...

...according to your father.

Your grandparents bought the property and dug this hole back in the fifties.

And took it off the books.

They, like everyone else, thought the bomb was going to drop because everyone kept screaming at them: **the bomb is going to drop!**

So, what? They were going to live here in a hole in the wilds of New Jersey?

Those were some crazy times back then. Duck and cover.

When your dad found it, he outfitted it as this (I don't know) a mini-Oscorp.

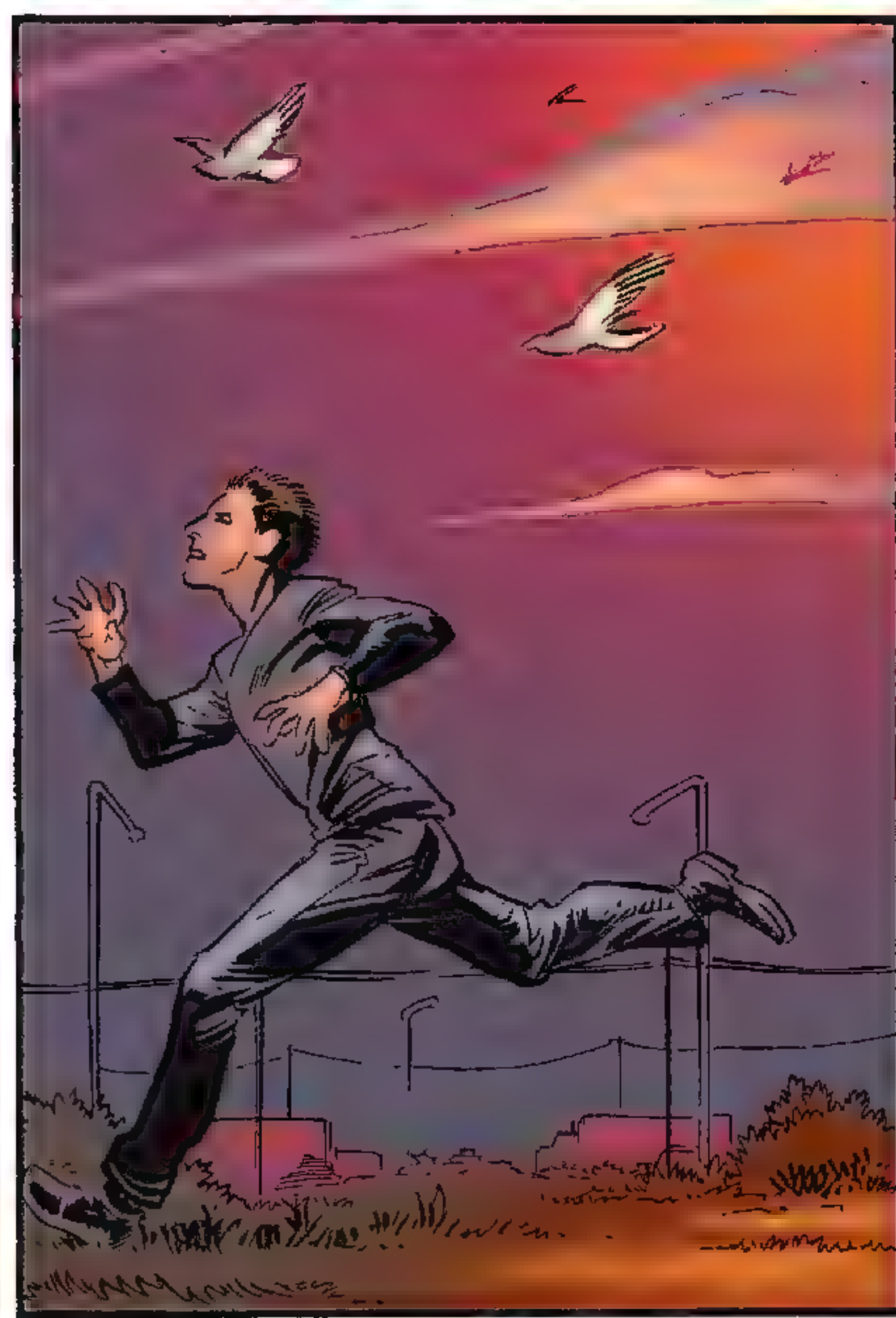
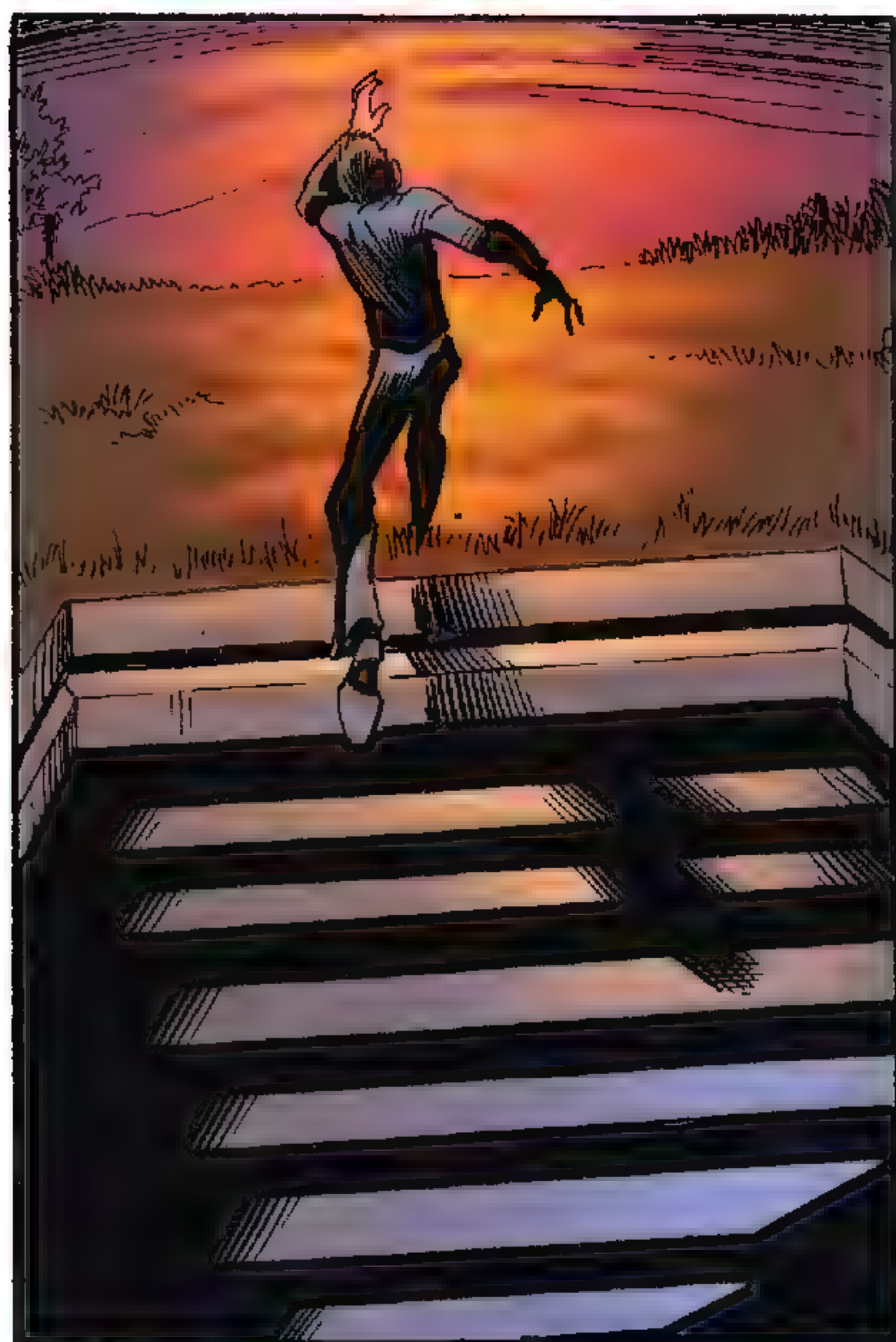
S.H.I.E.L.D. can't see it. No one knows it's here.

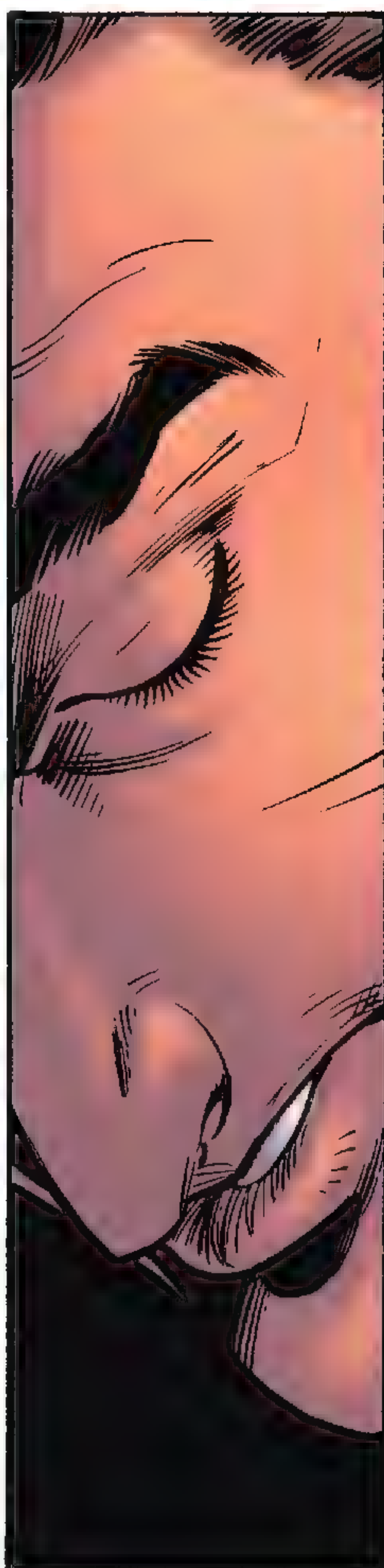
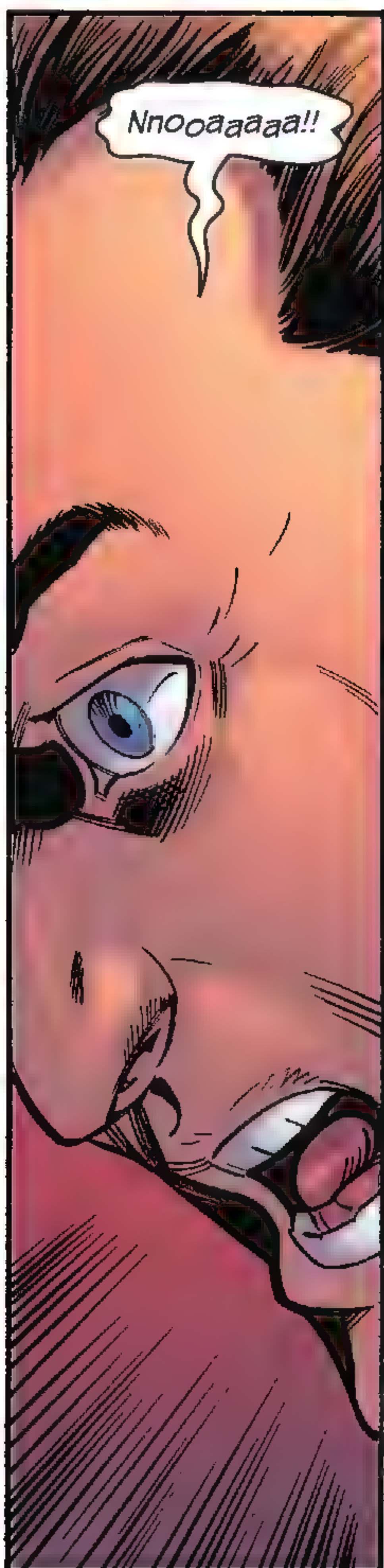
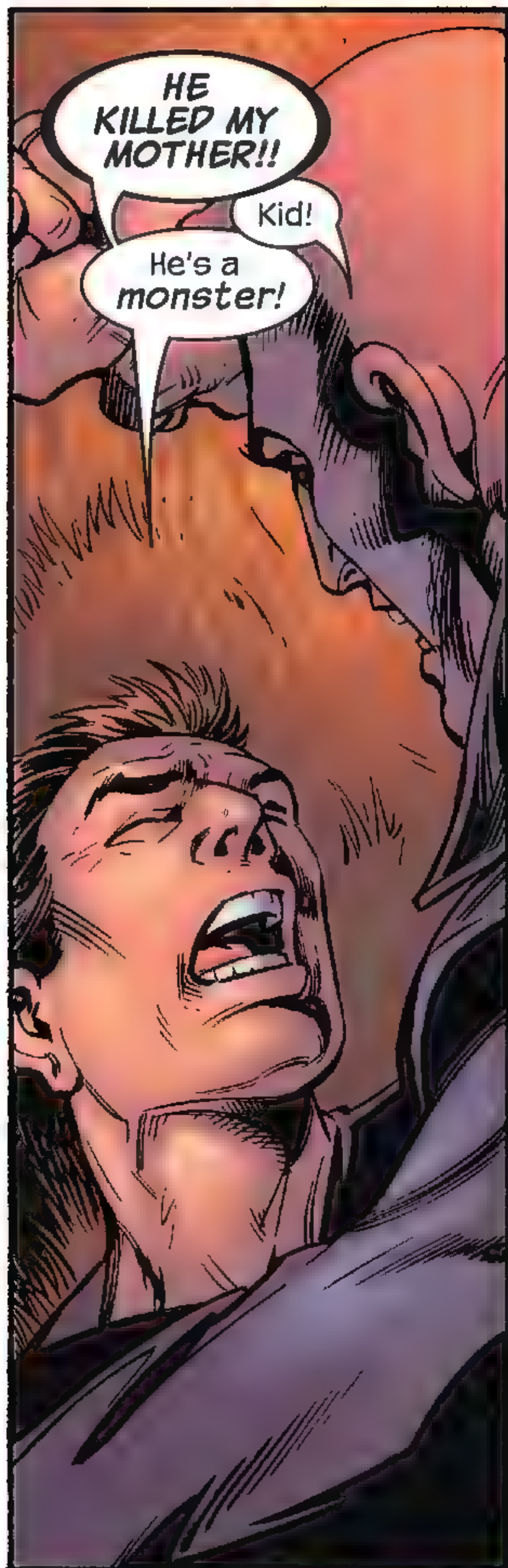
Invisible Oscorp.

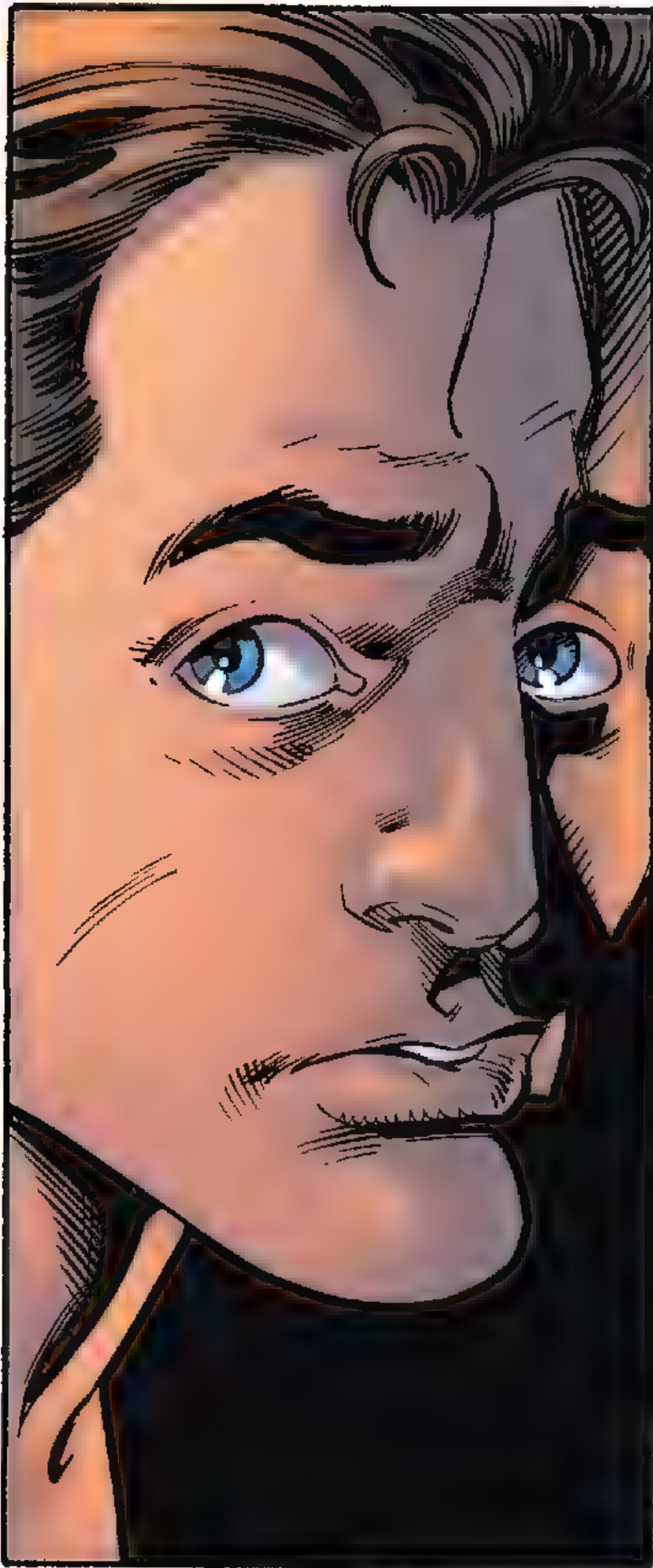
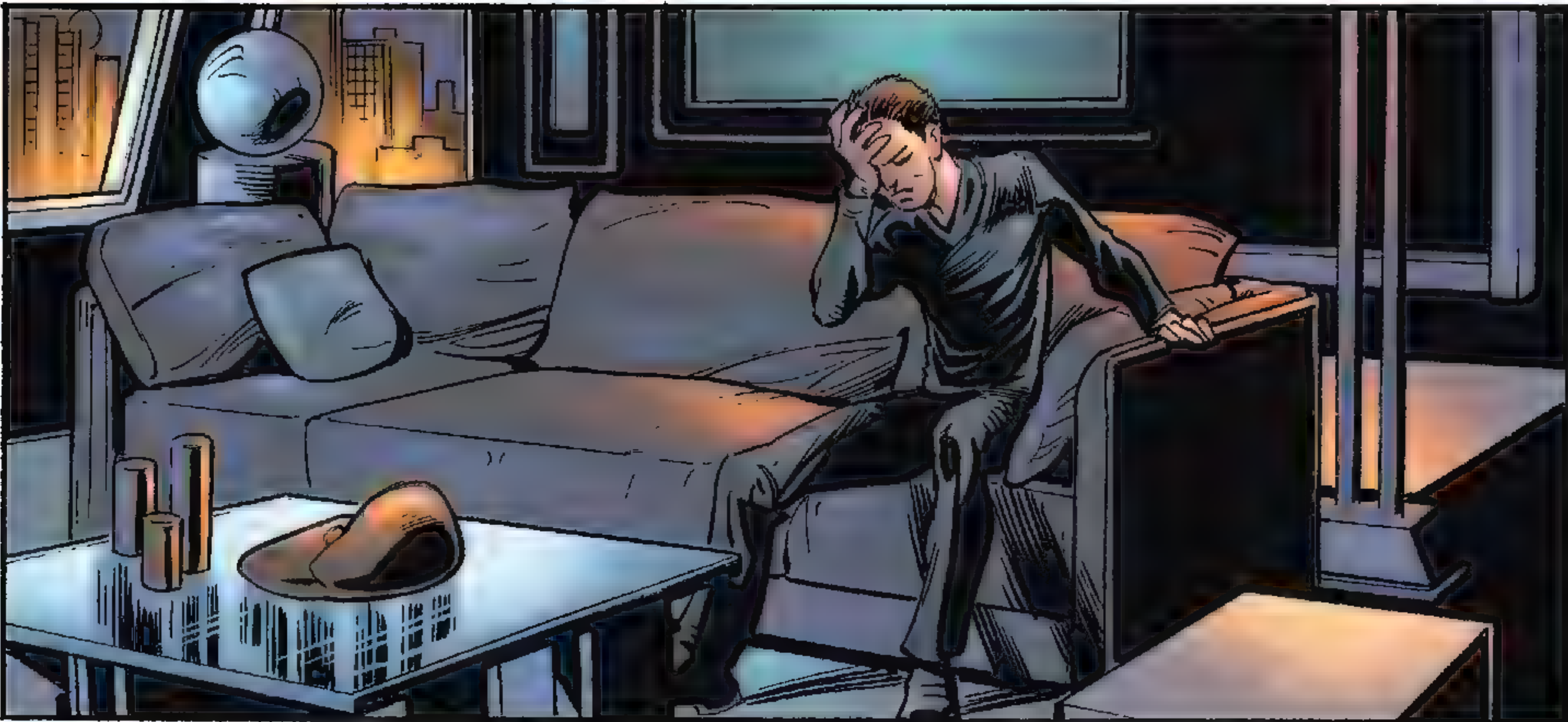
Last time your dad broke out of S.H.I.E.L.D. custody he didn't come here.

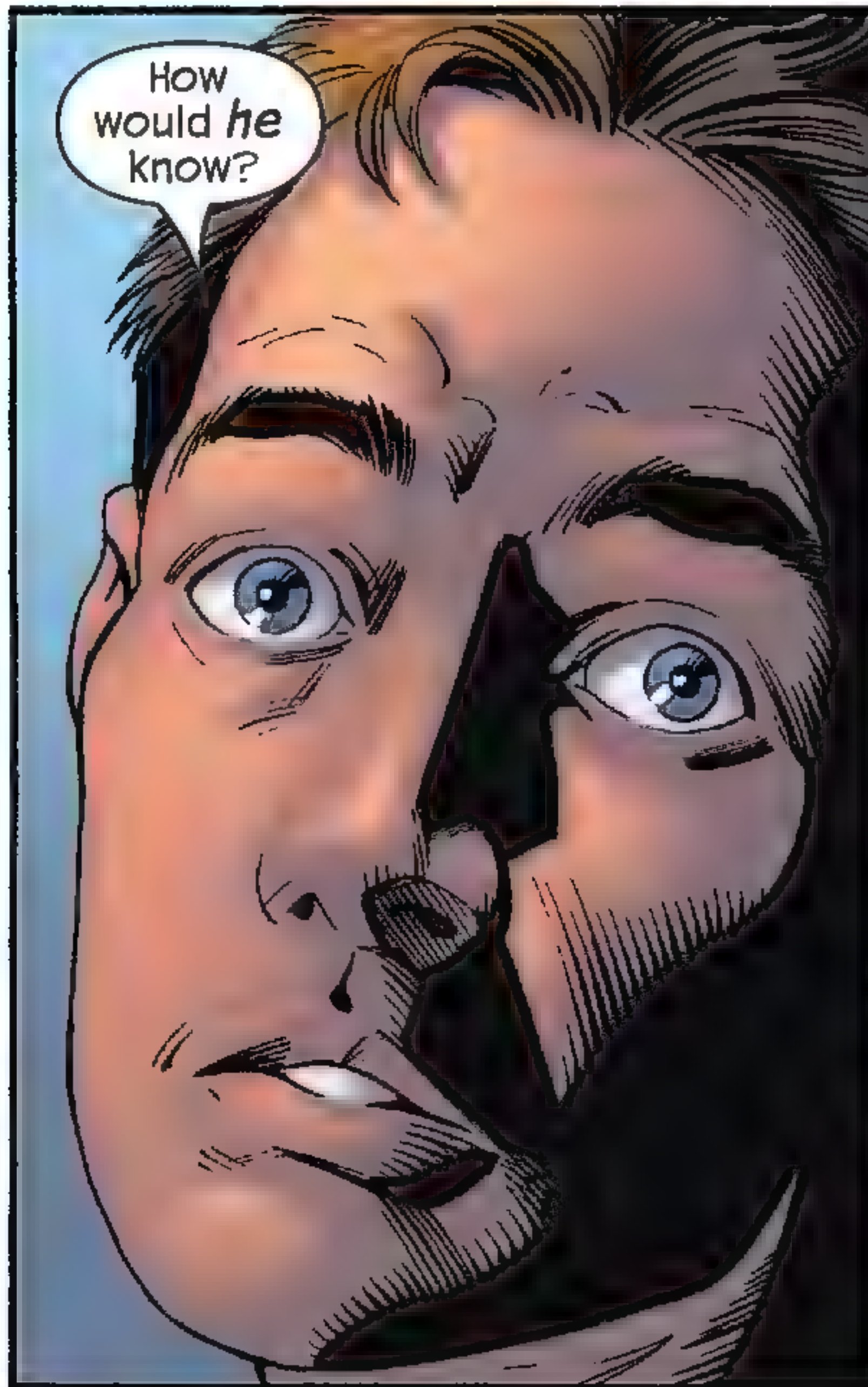
Guess it's because he was dragging all his fellow inmates around with him.

Guess he didn't trust them.











How do you know that, Shaw?

'Cause I know all your father's secrets.

Peter doesn't know where they're keeping my dad.

How do you know what Peter knows?

It's Peter.



Kid, we have to find your father.

Peter Parker knows where he is.

Don't you want him back?



Fury said he killed my mom.



He didn't. Fury is a liar.

Why would your father do that? Why? He married her.

You know how your mother died.

In a fire?



He's all you have left, Harry.

We have to save him.

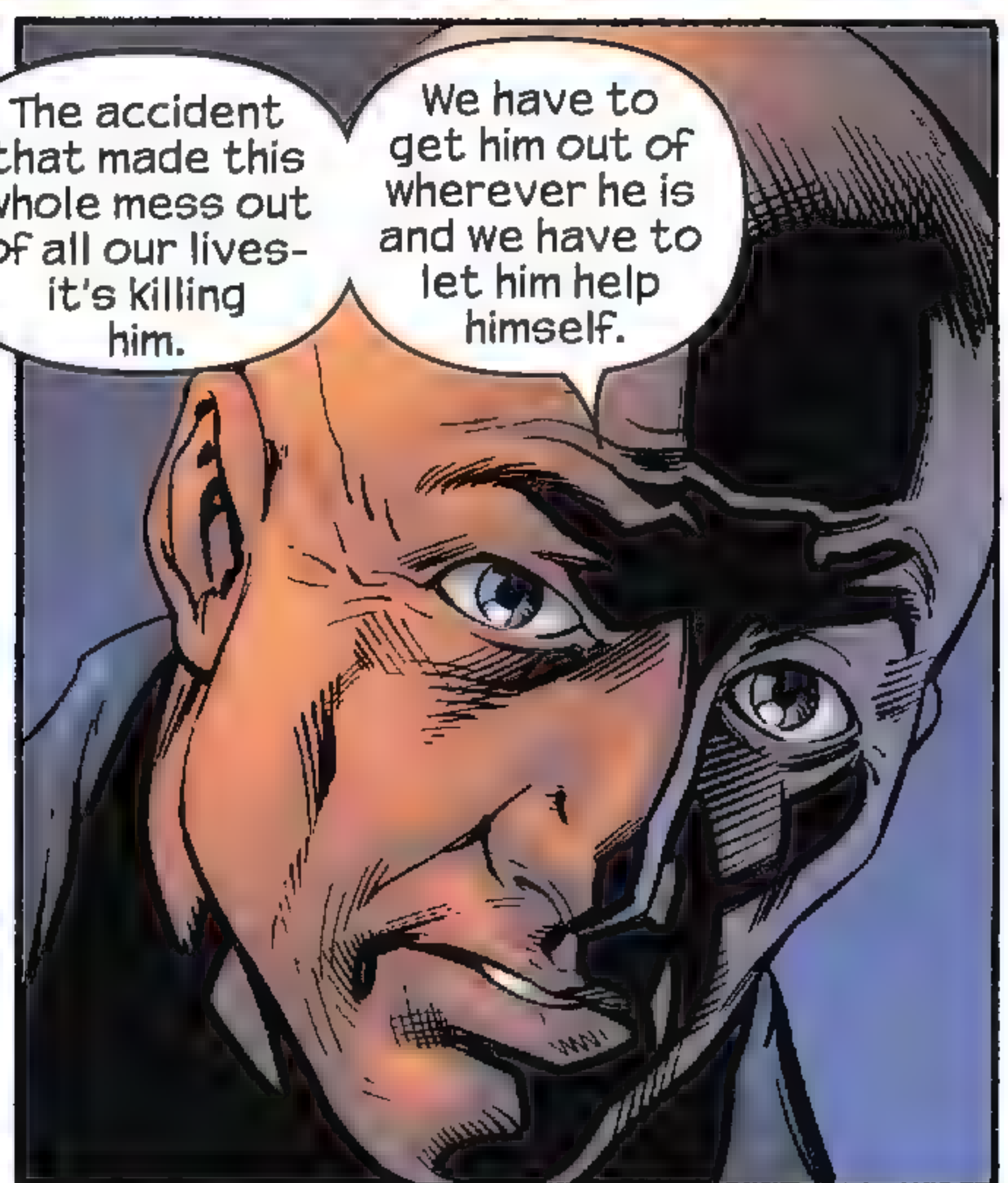


Save him?

He's dying, Harry.

The accident that made this whole mess out of all our lives—it's killing him.

We have to get him out of wherever he is and we have to let him help himself.





I would go to Peter myself but I can't. I don't exist.

I'm invisible to S.H.I.E.L.D. and I want to *keep* it that way.

Nick Fury doesn't know I exist.



There's a fifty-fifty chance S.H.I.E.L.D. has around-the-clock surveillance on your little Spider-Man friend.

And that's not a chance I'm going to take.

No. I can't go near him.

But *you're* heading back to school. You're classmates, you and he.

You can get near him. Buddy-up.

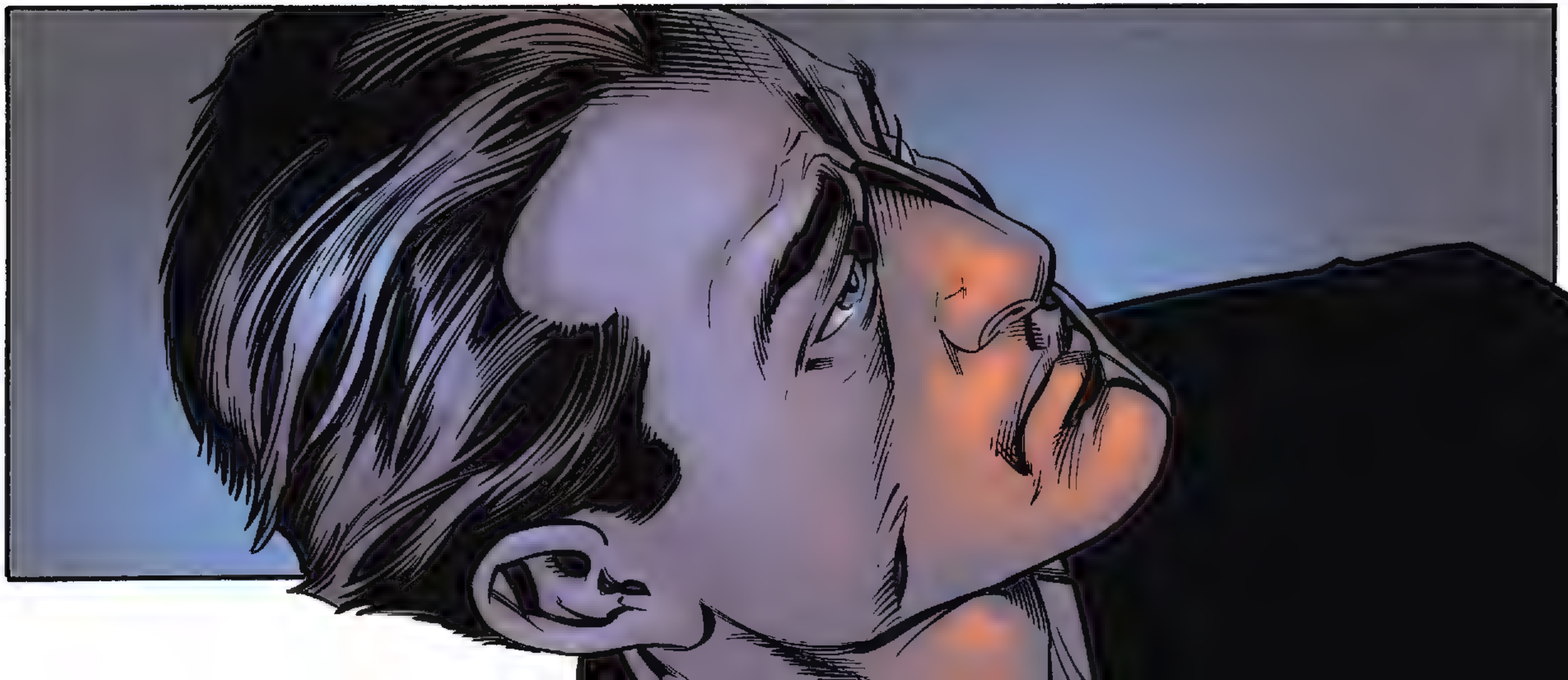
You need to ask him. Ask him where your father is.



I owe your dad my life. I owe your dad... everything.

He doesn't deserve to die like this. He deserves something more.

Talk to Peter.





Last night

It's time.



For what?

You help me. I help you.
Bring the costume.

CLICK

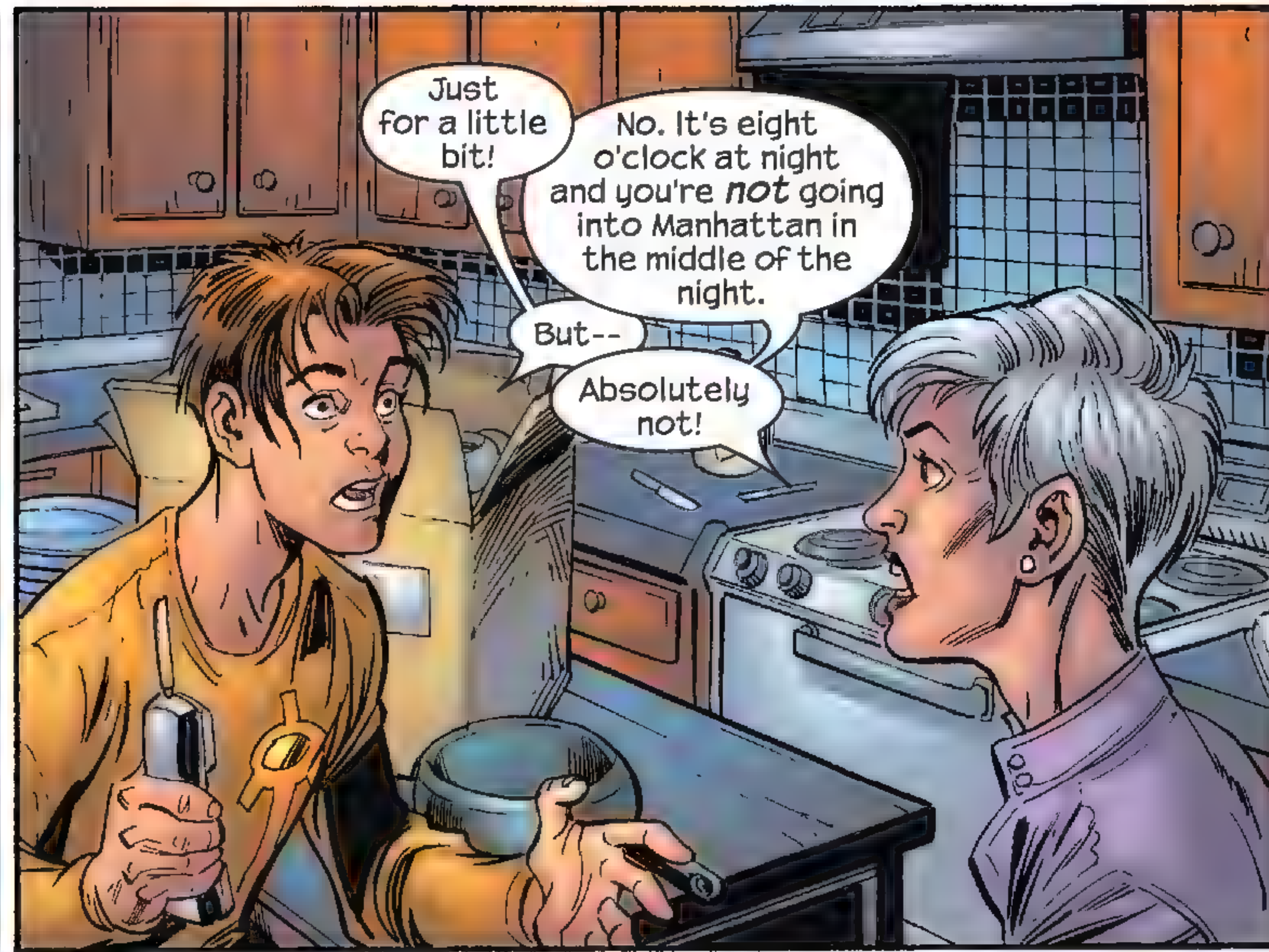


I have to go back out.

Now?

Just for a little--

No.



Just for a little bit!

No. It's eight o'clock at night and you're *not* going into Manhattan in the middle of the night.

But--

Absolutely not!



I'm having some serious problems with Harry and MJ and I need to--

And you're fifteen years old and you're *not* going into the city in the middle of the night.



WHAT THE HELL?!!



Peter, I'm *sorry* for whatever is going on.

Ligh!

If you want to *talk* about it--

No.



Figured not.

But if you want to...you know you can.



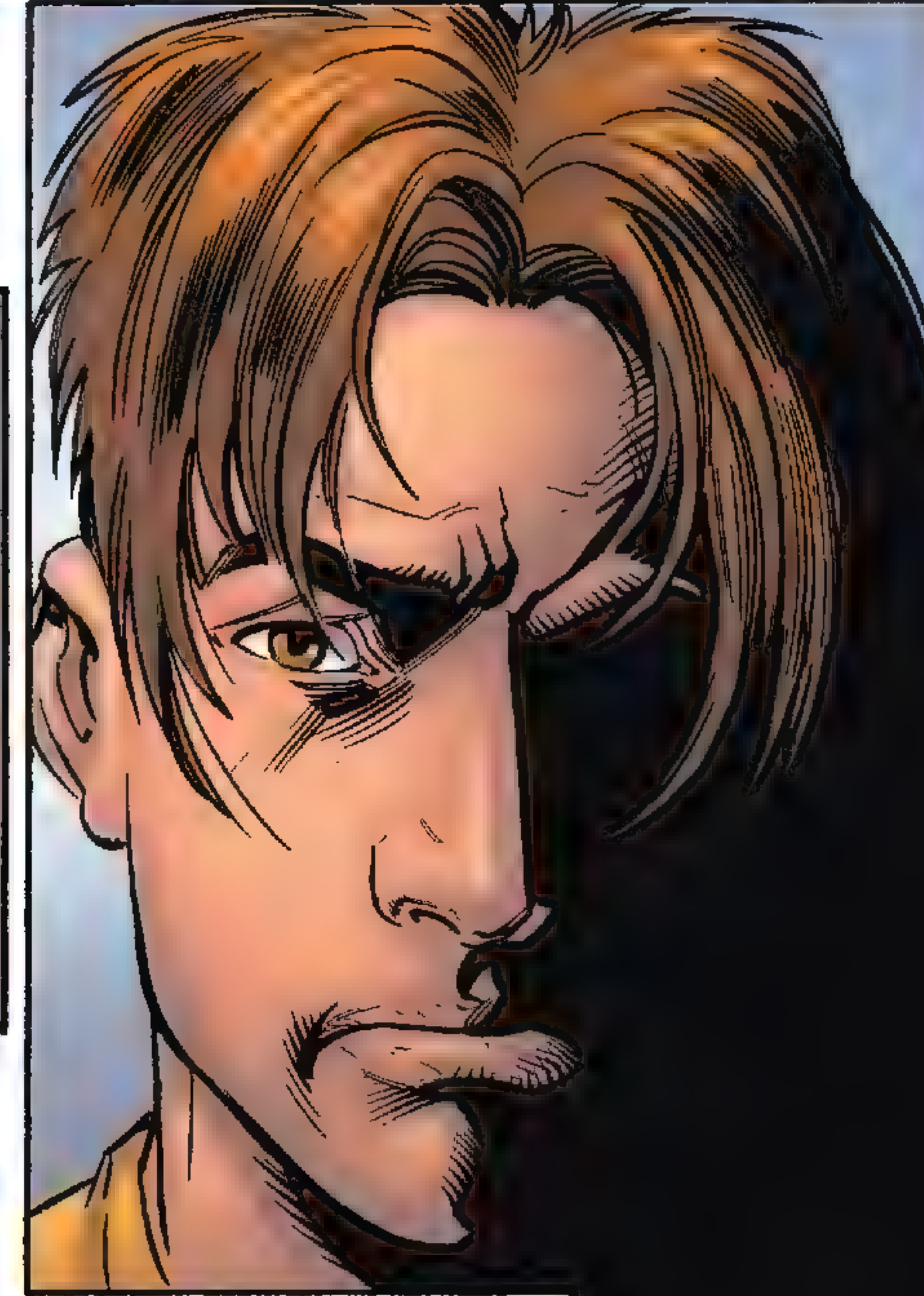
Just- you're better off cooling down and- just go do your homework and relax.

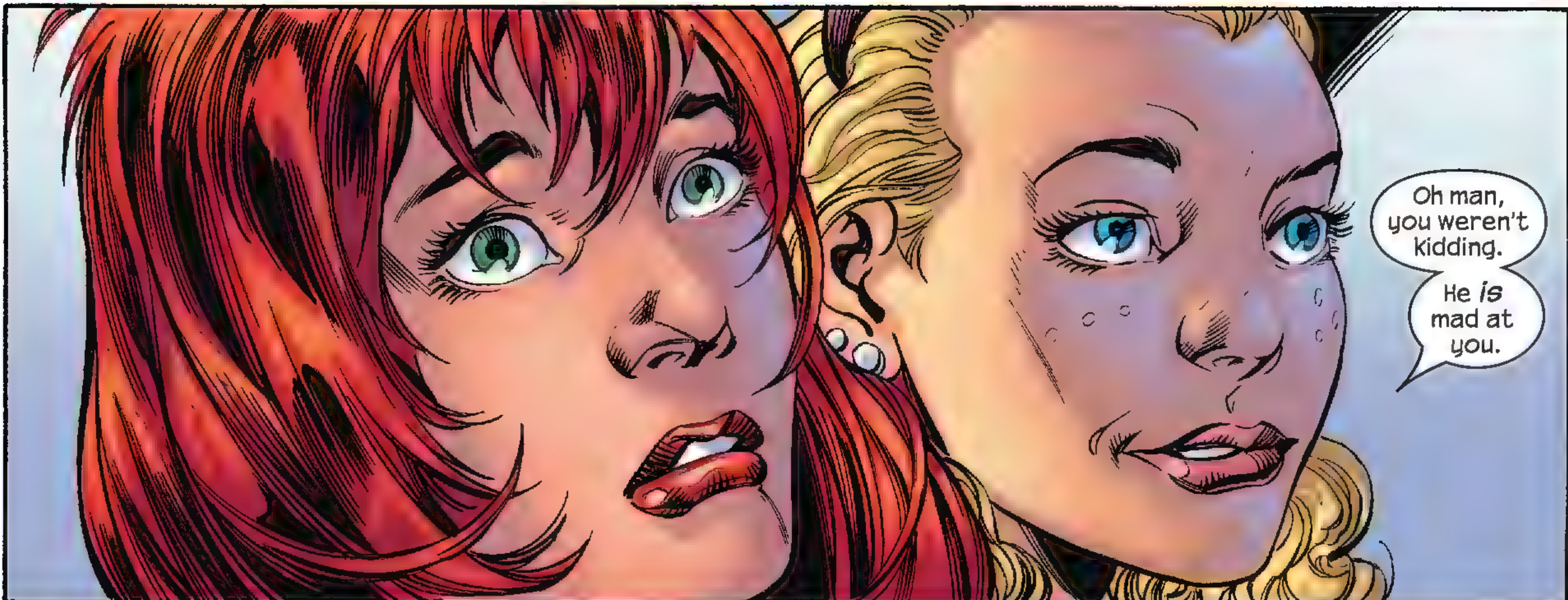
You know, sweetie, those Osborns are nothing but trouble. They have brought nothing good to the world.

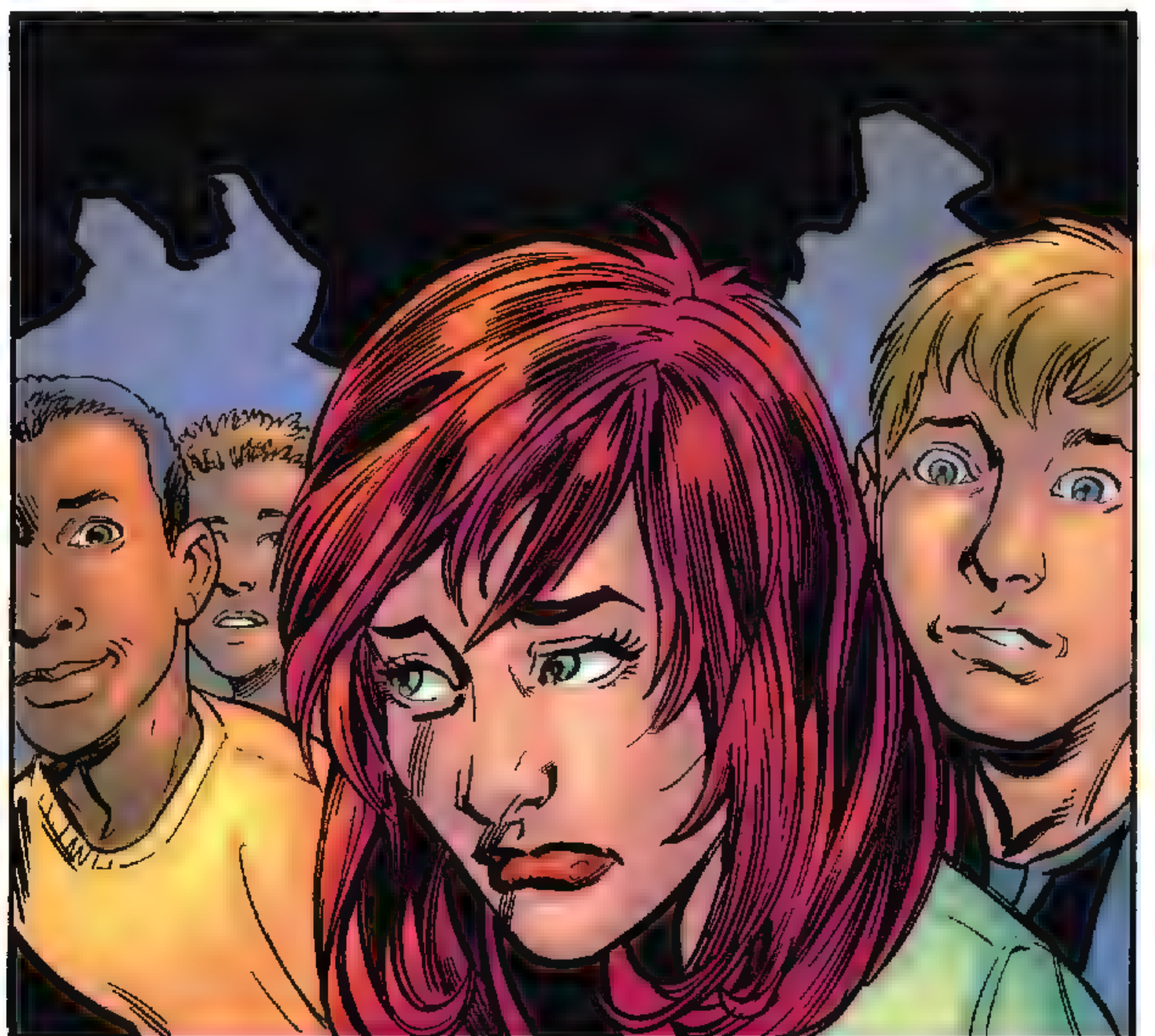
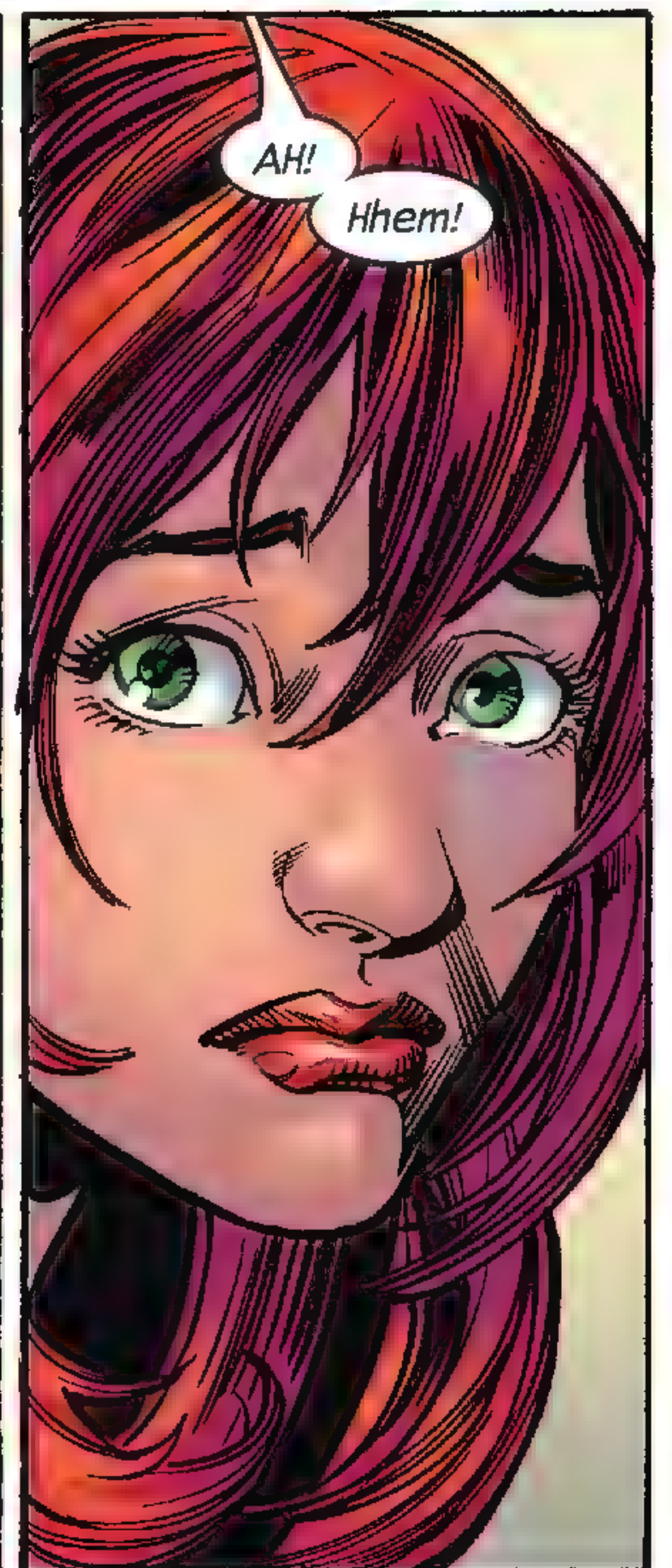
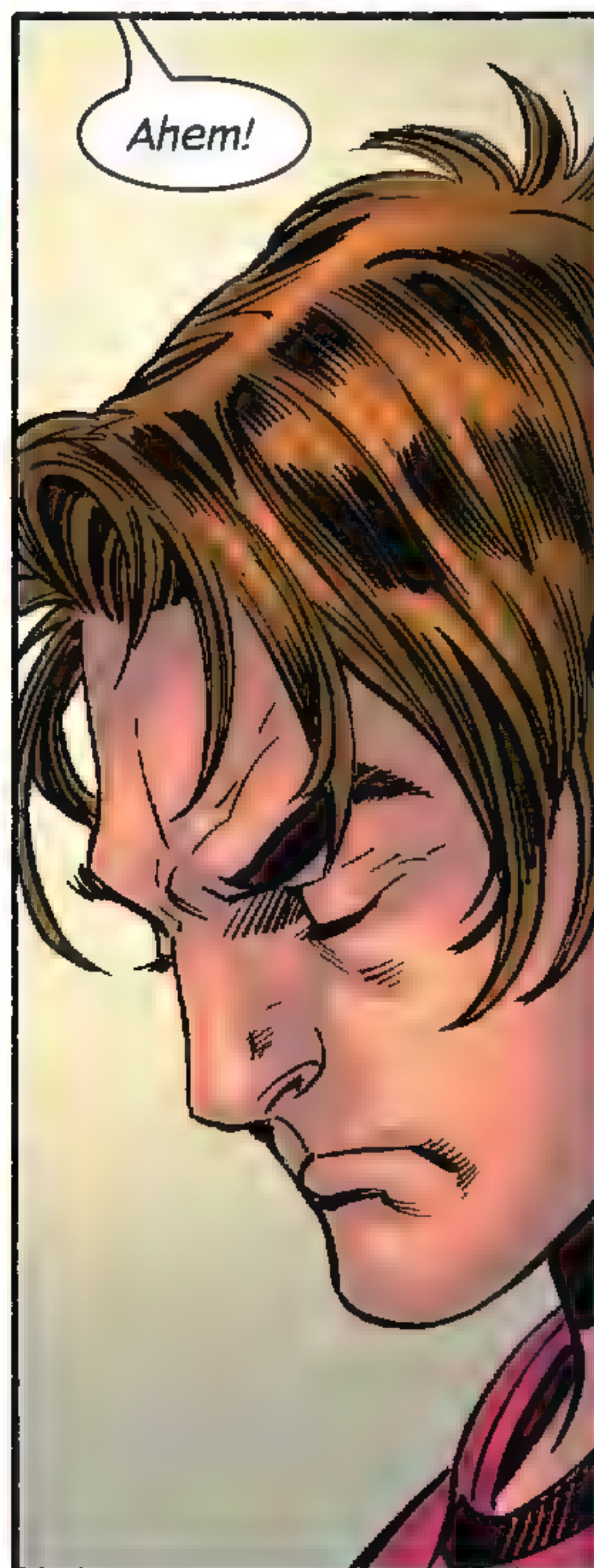
Harry's a troubled boy. And trouble always goes looking for more trouble.

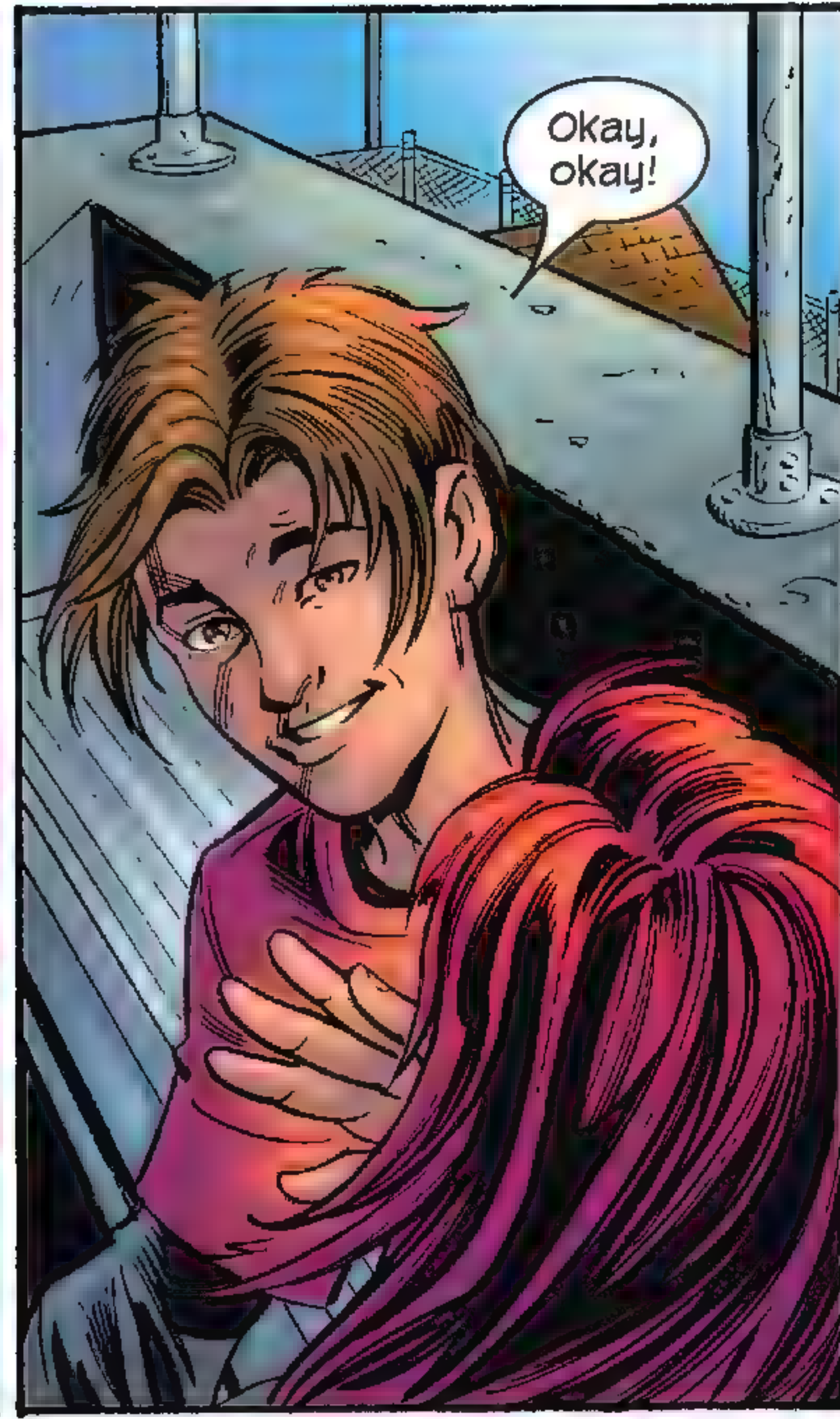
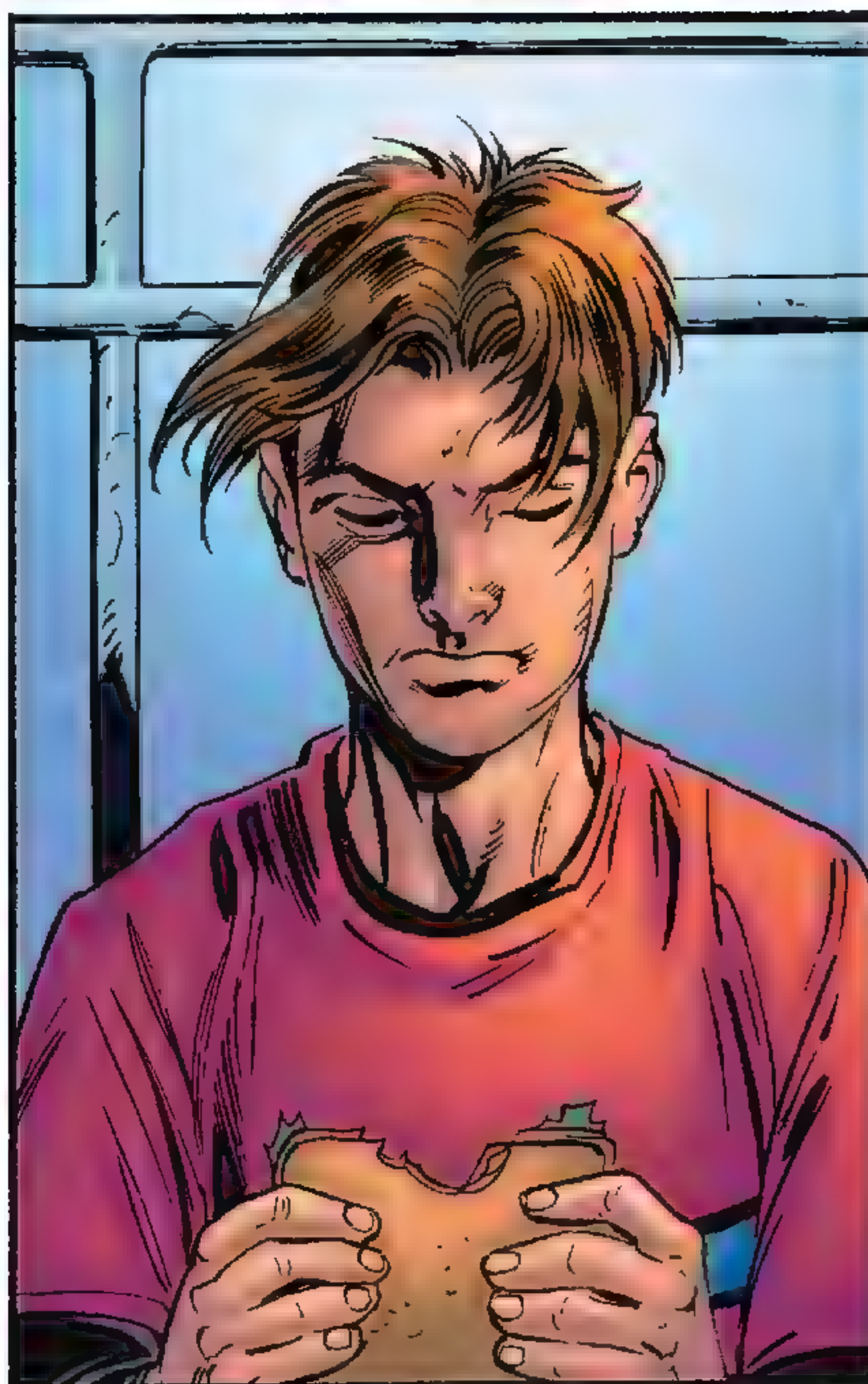
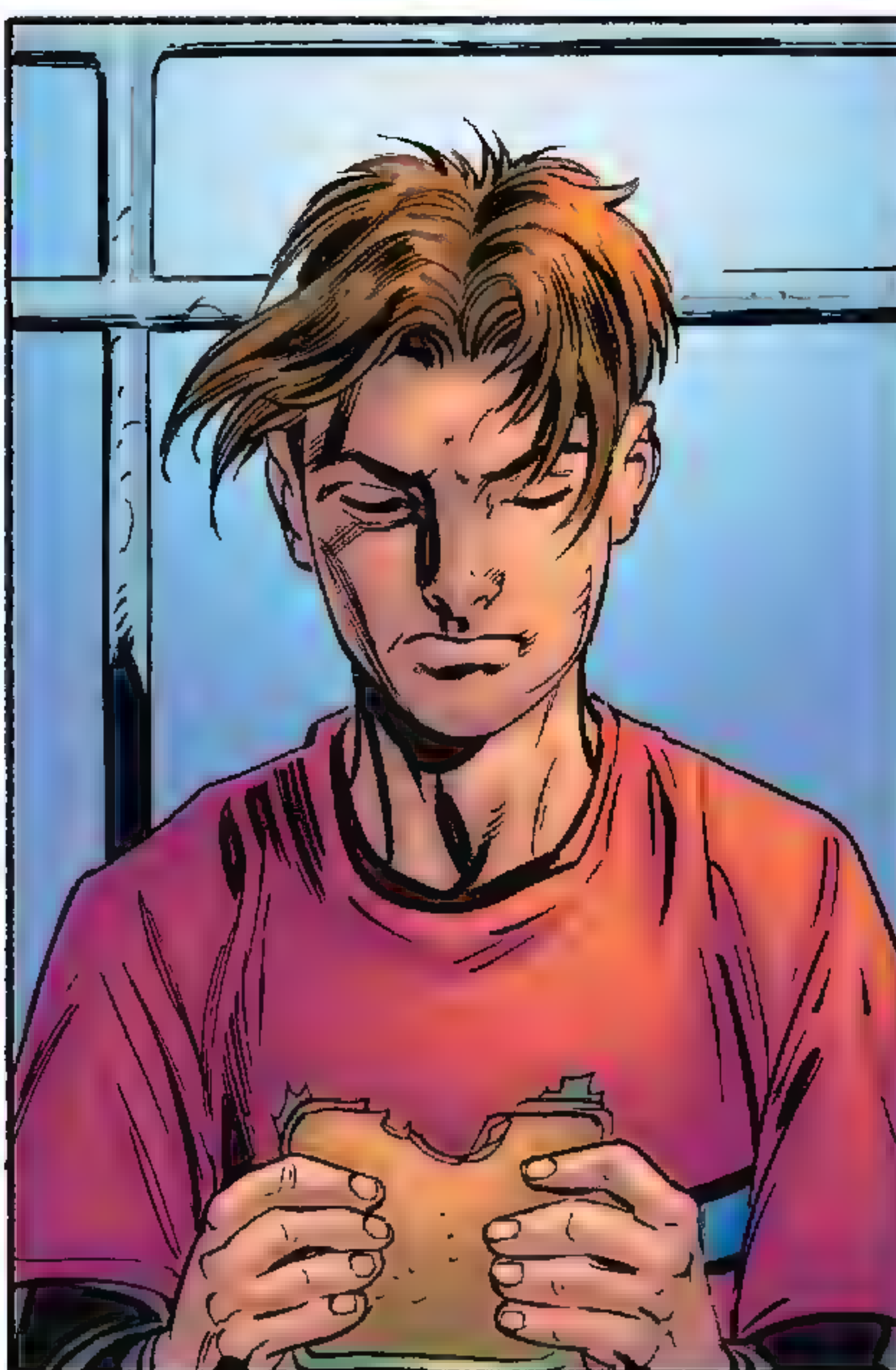
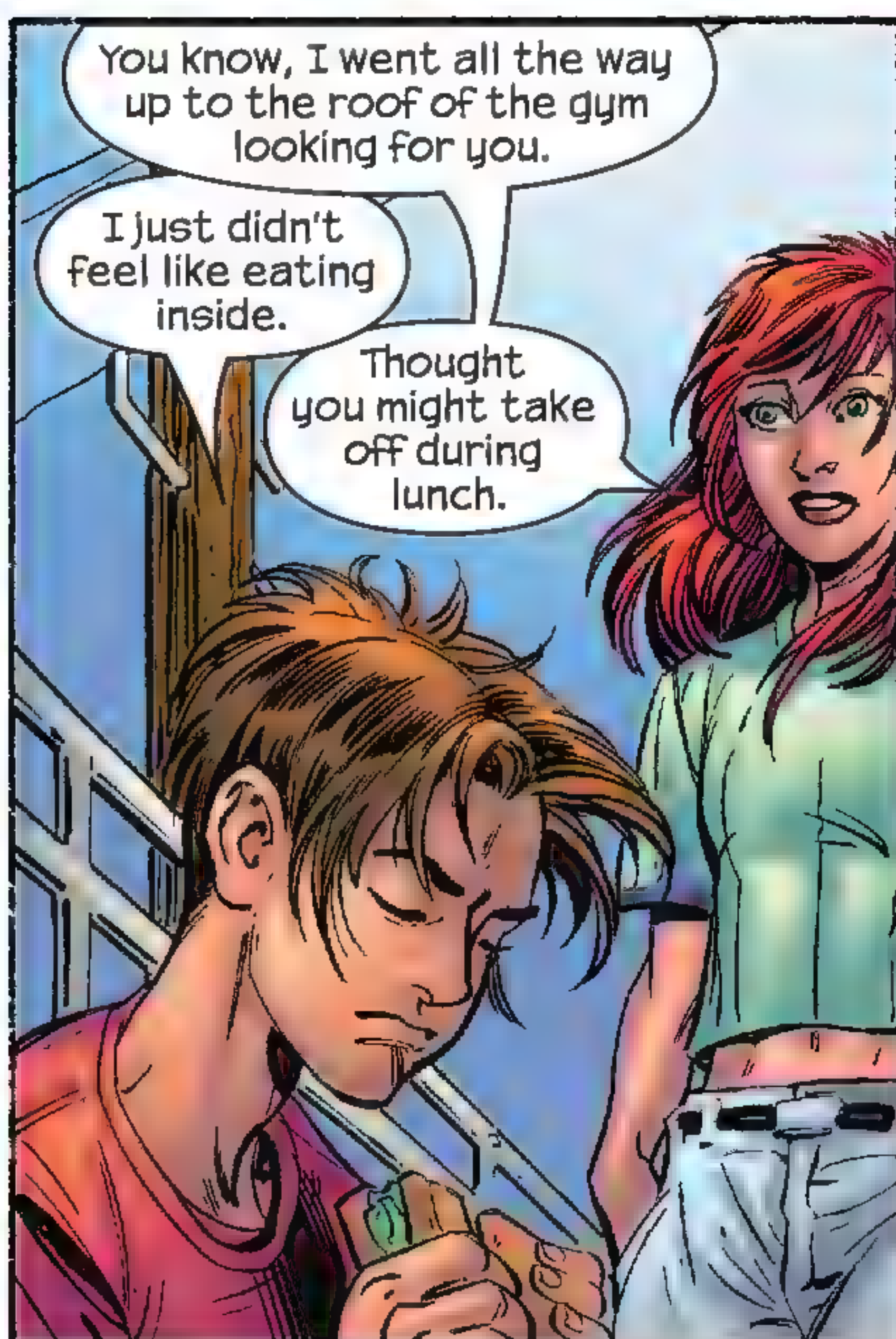
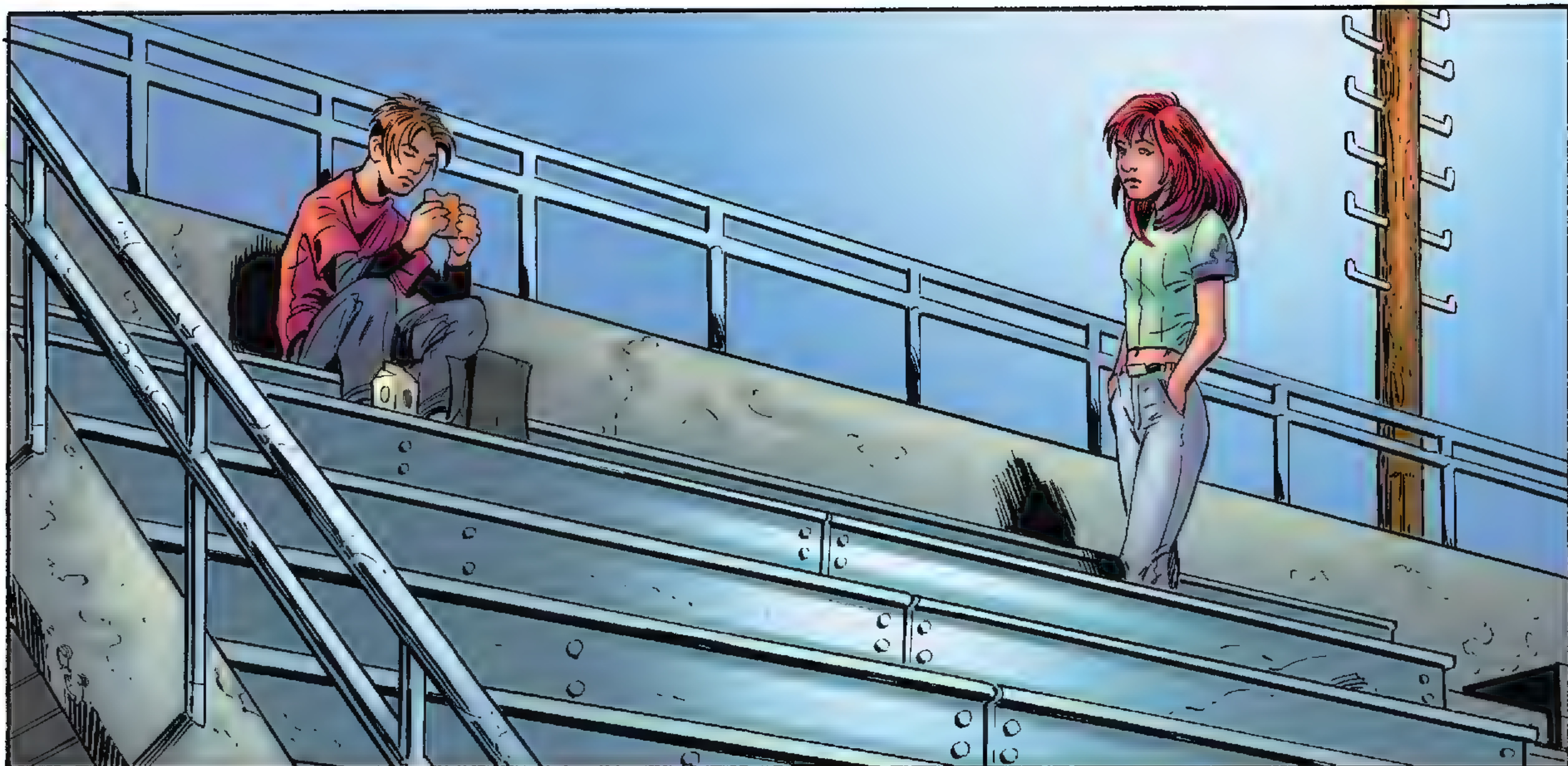
Don't get sucked into it.

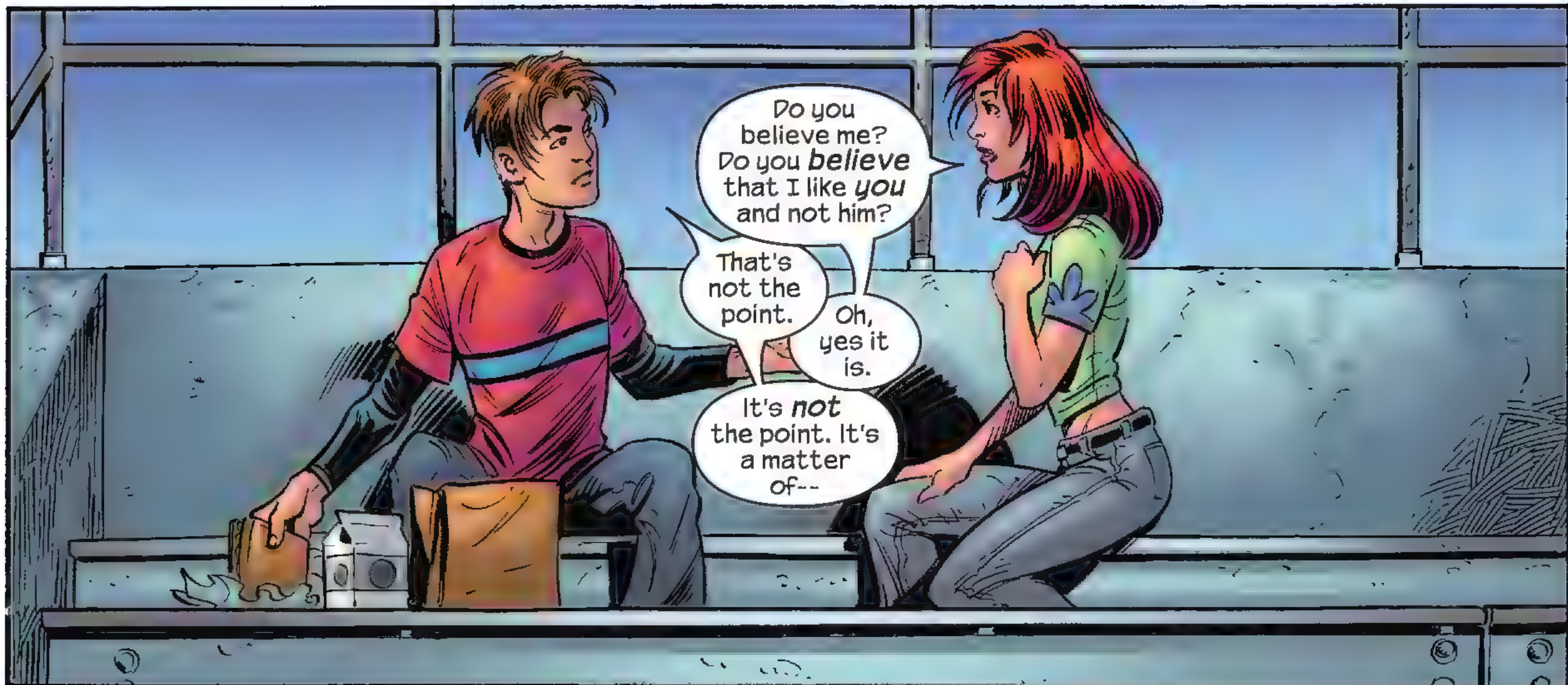
You're fifty times better than them.









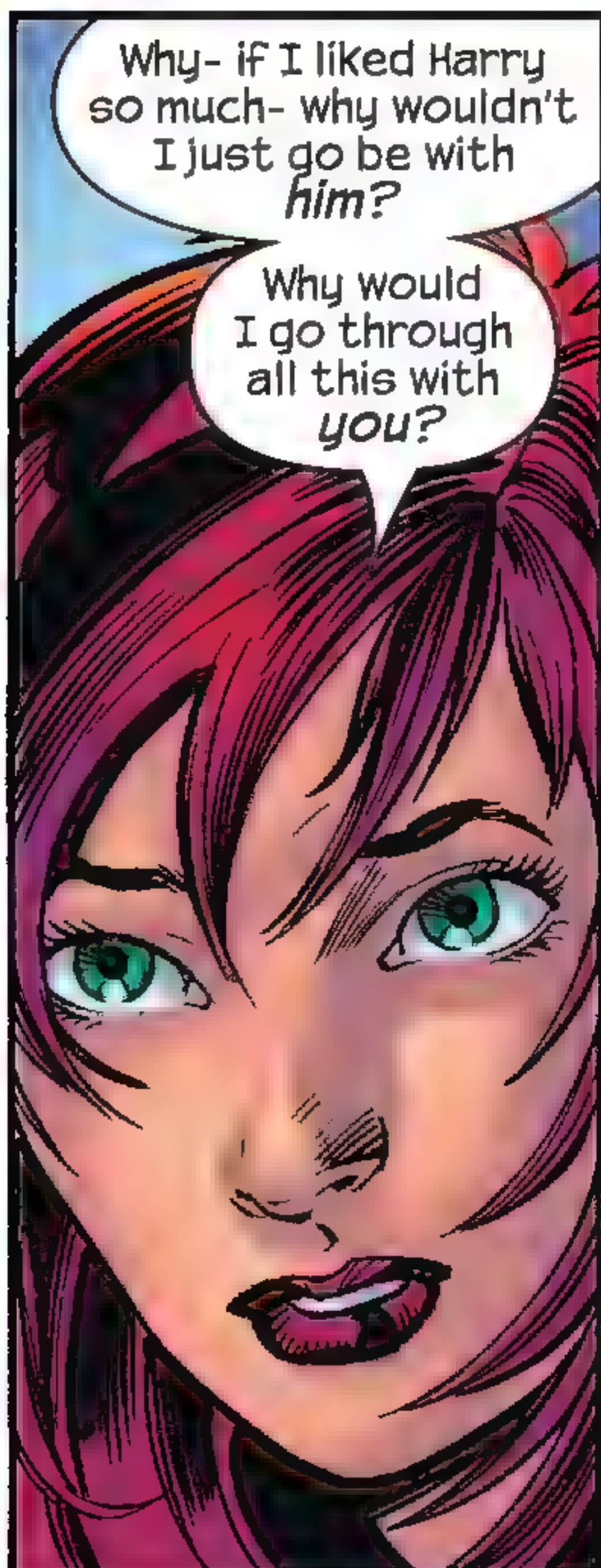


Do you believe me?
Do you *believe* that I like *you* and not him?

That's not the point.

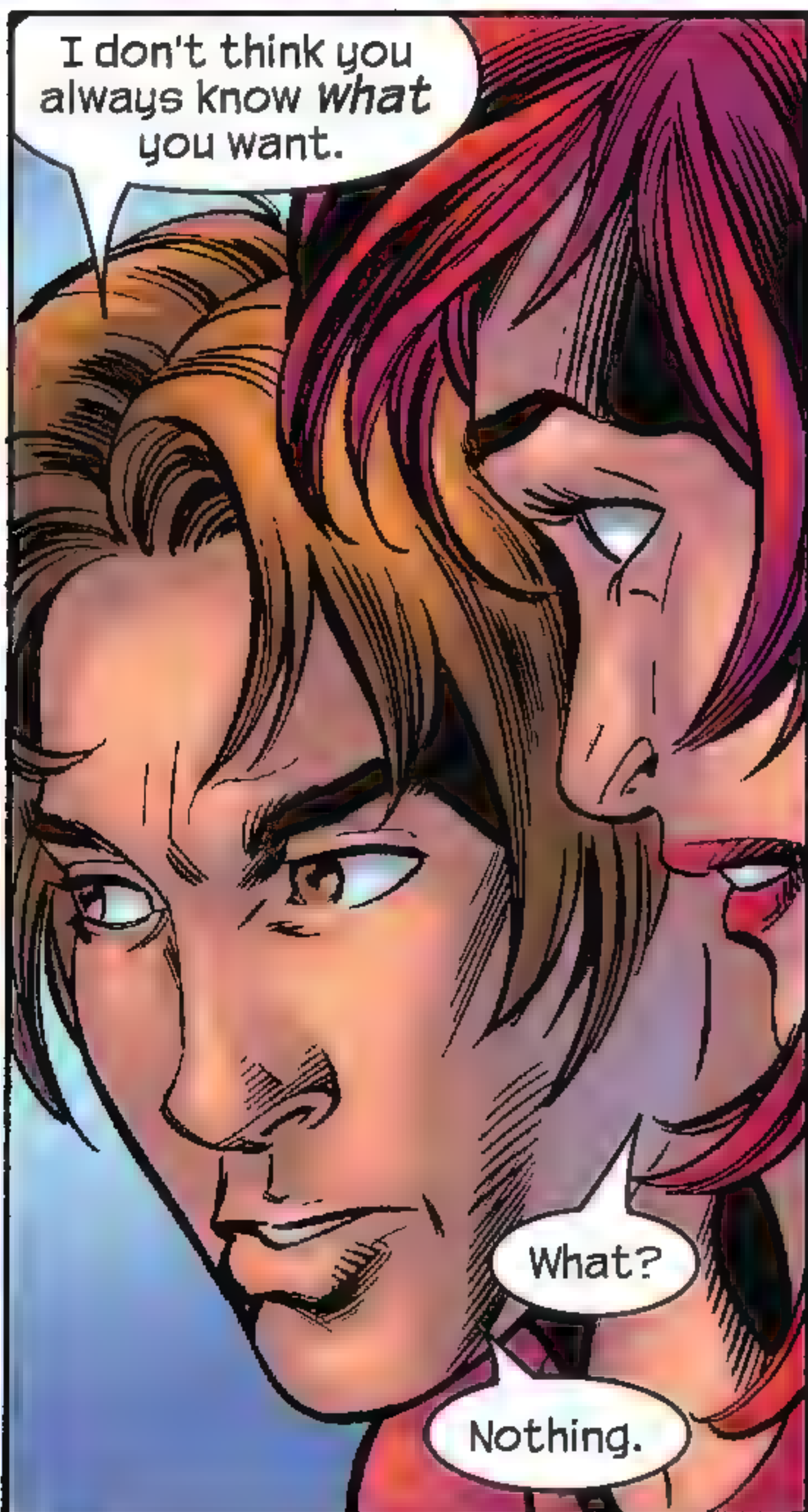
Oh, yes it is.

It's *not* the point. It's a matter of--



Why- if I liked Harry so much- why wouldn't I just go be with *him*?

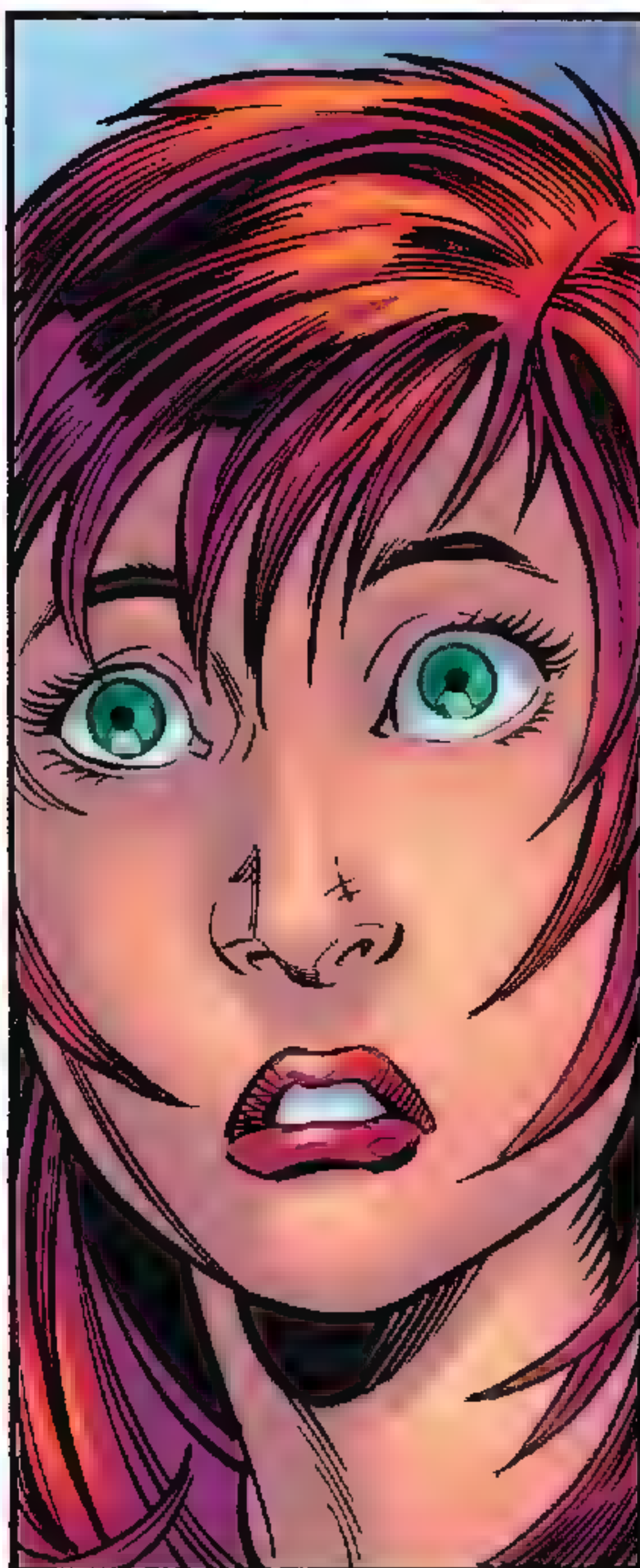
Why would I go through all this with *you*?



I don't think you always know *what* you want.

What?

Nothing.

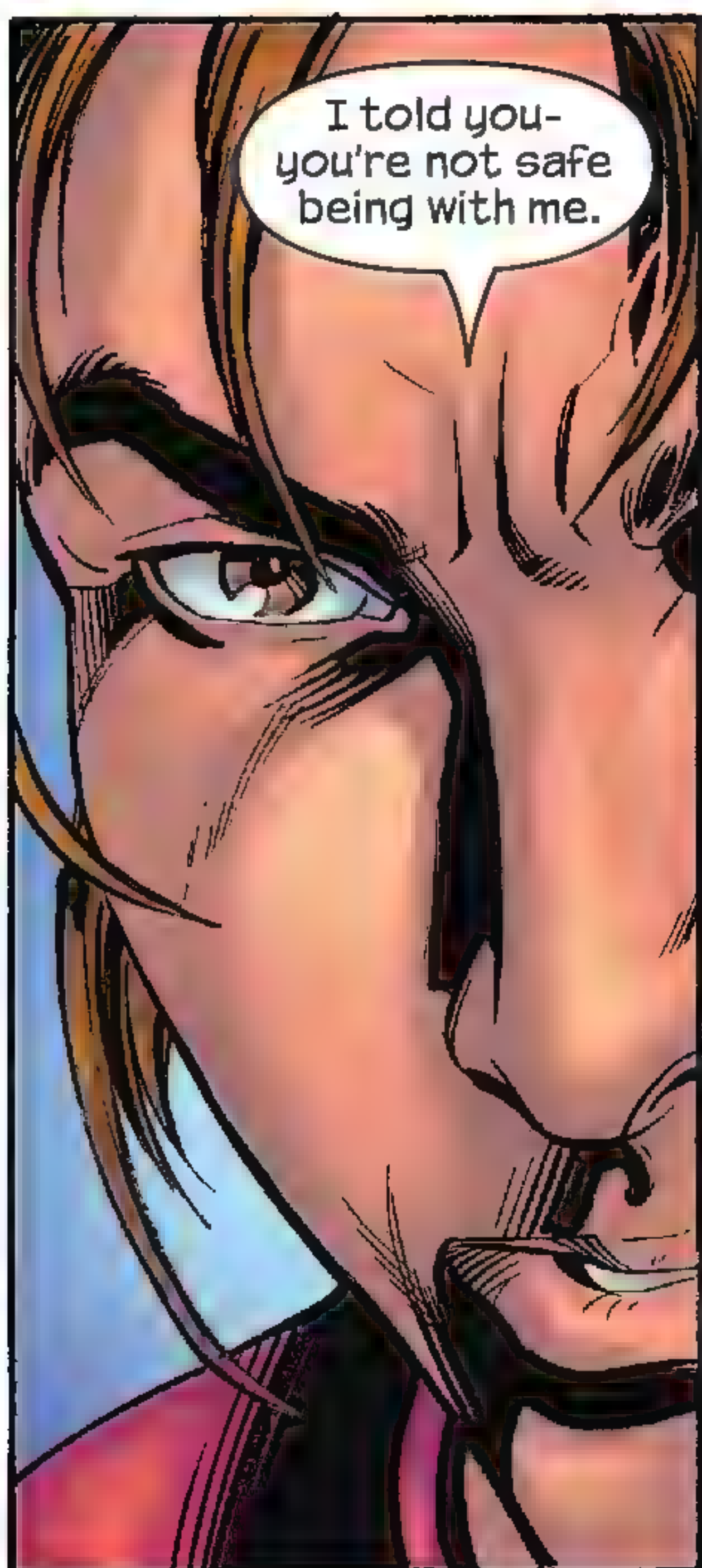


This *isn't* about Harry! The hell is *wrong* with you?

You- you've been acting really weird with me since *before* Harry got here! Since Gwen died.

You blew me off on our date, you've been really distant...

You're having real problems with me and I have no--



I told you- you're not safe being with me.



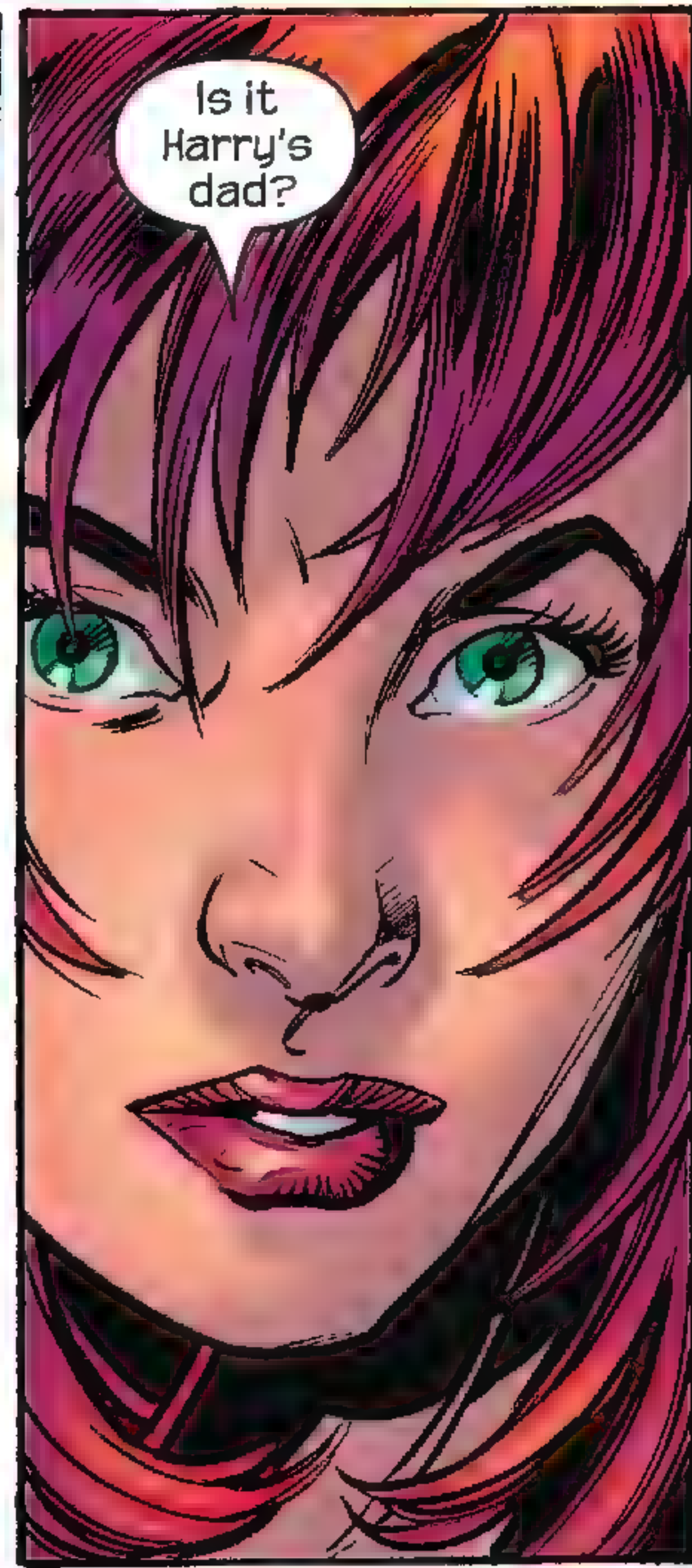
Peter, I live in Queens.

I'm not safe... period!

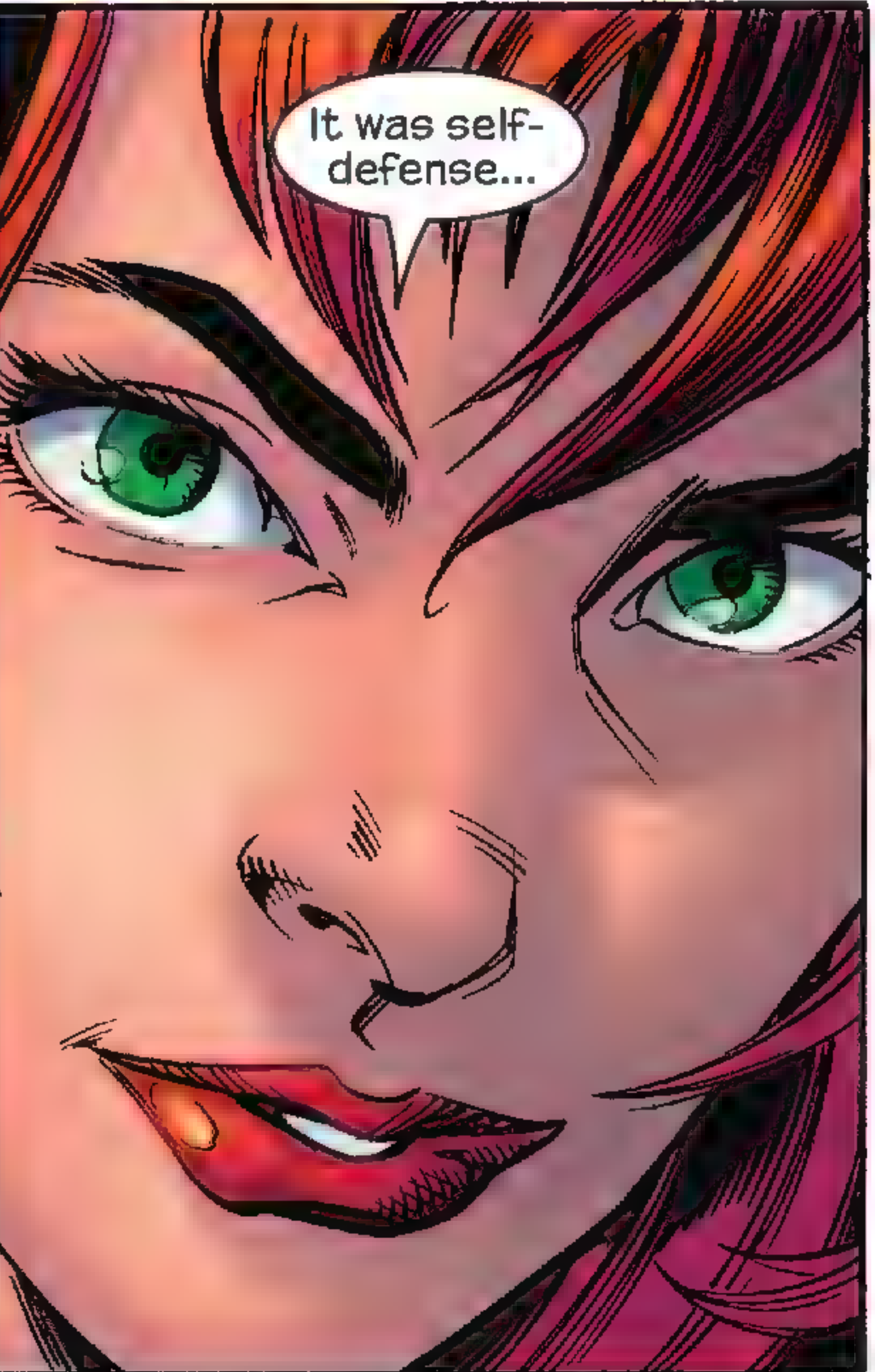
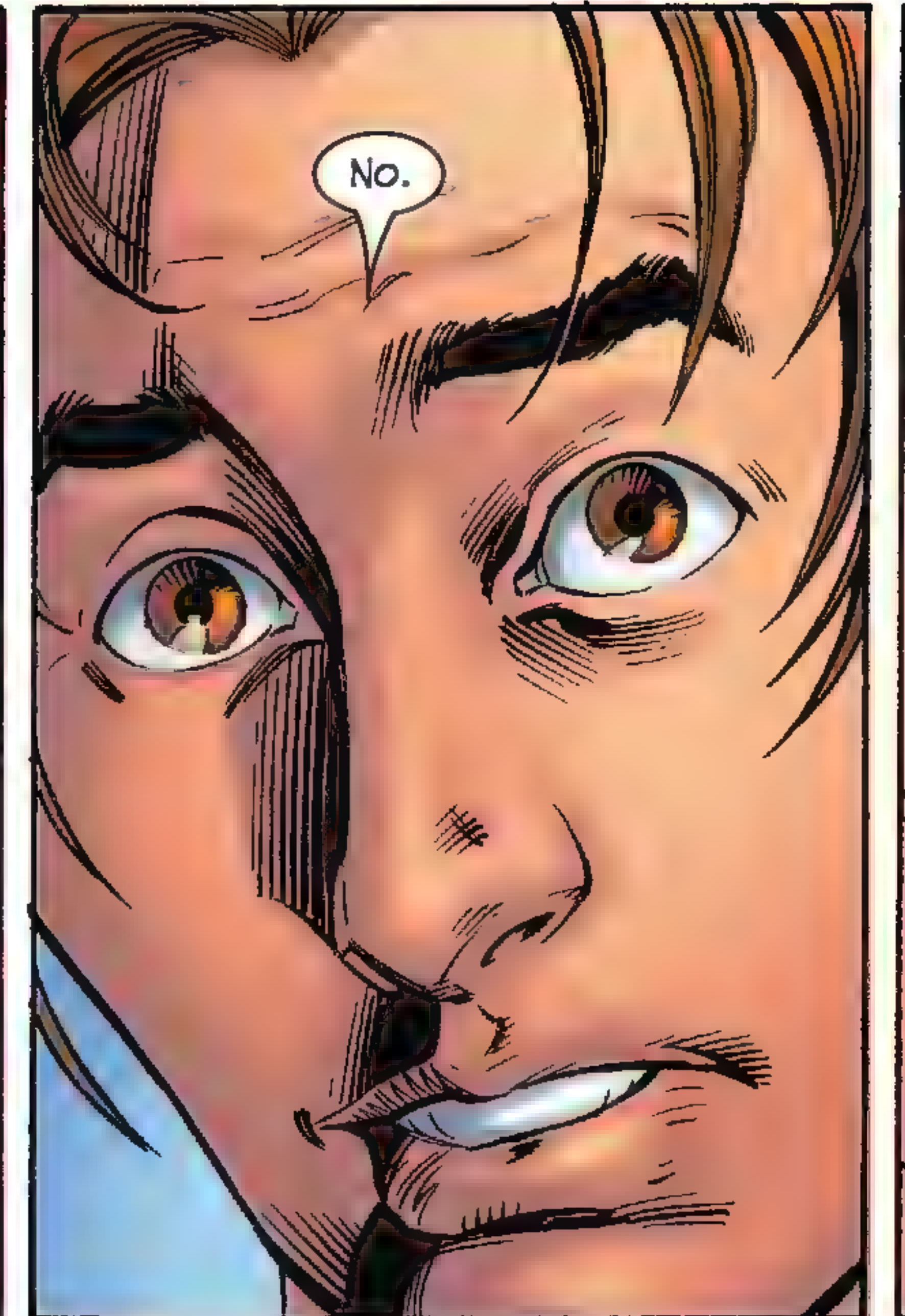
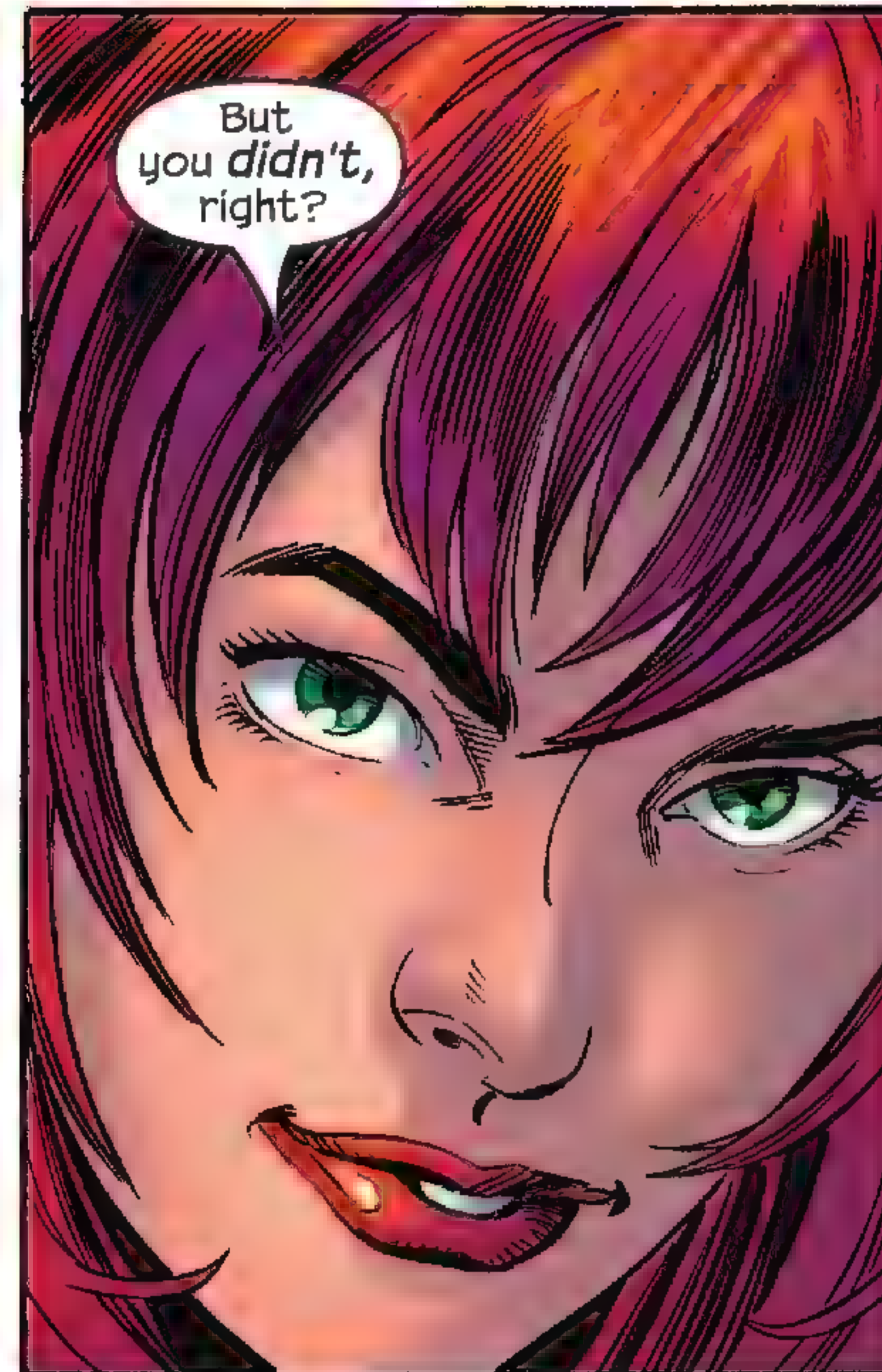
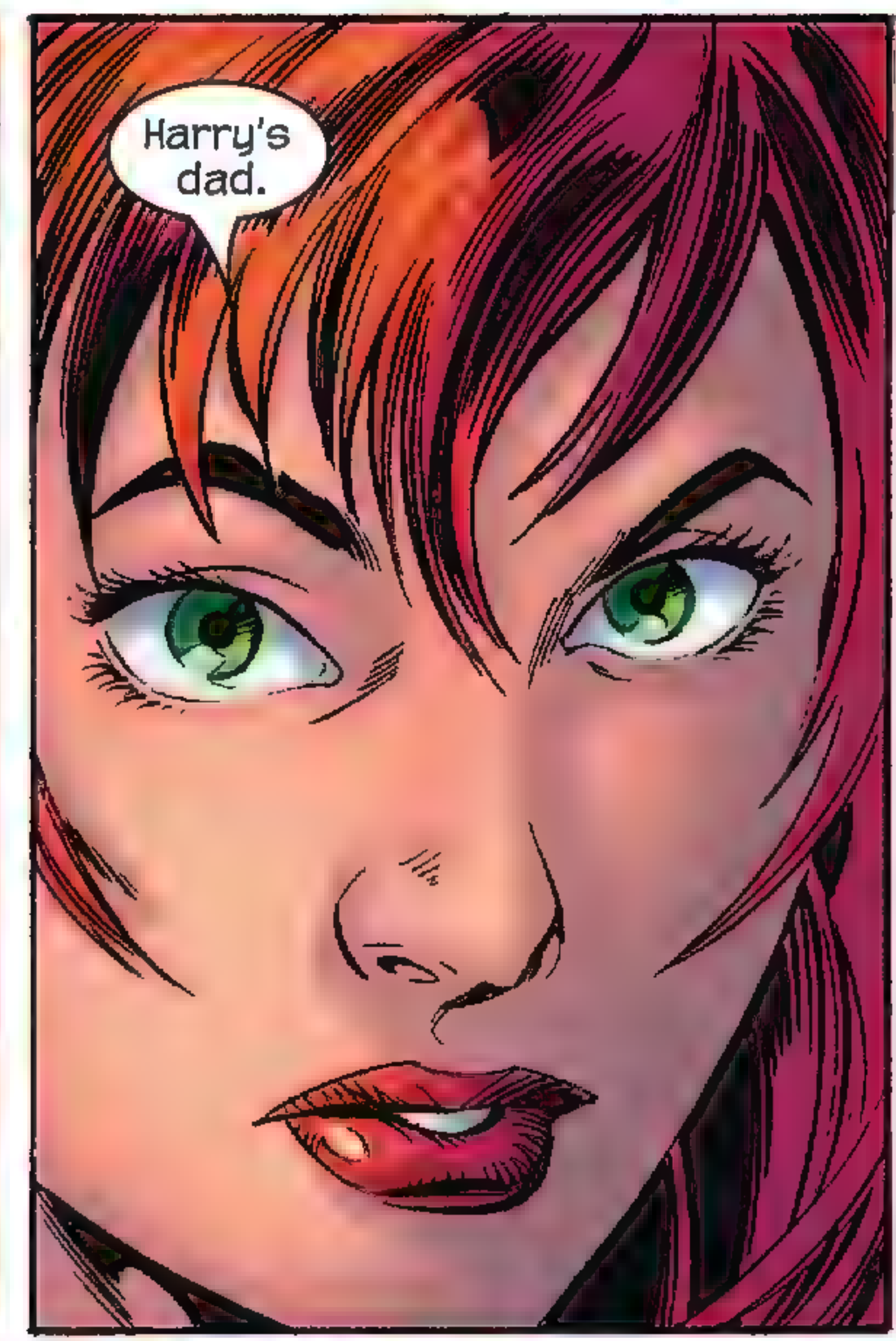
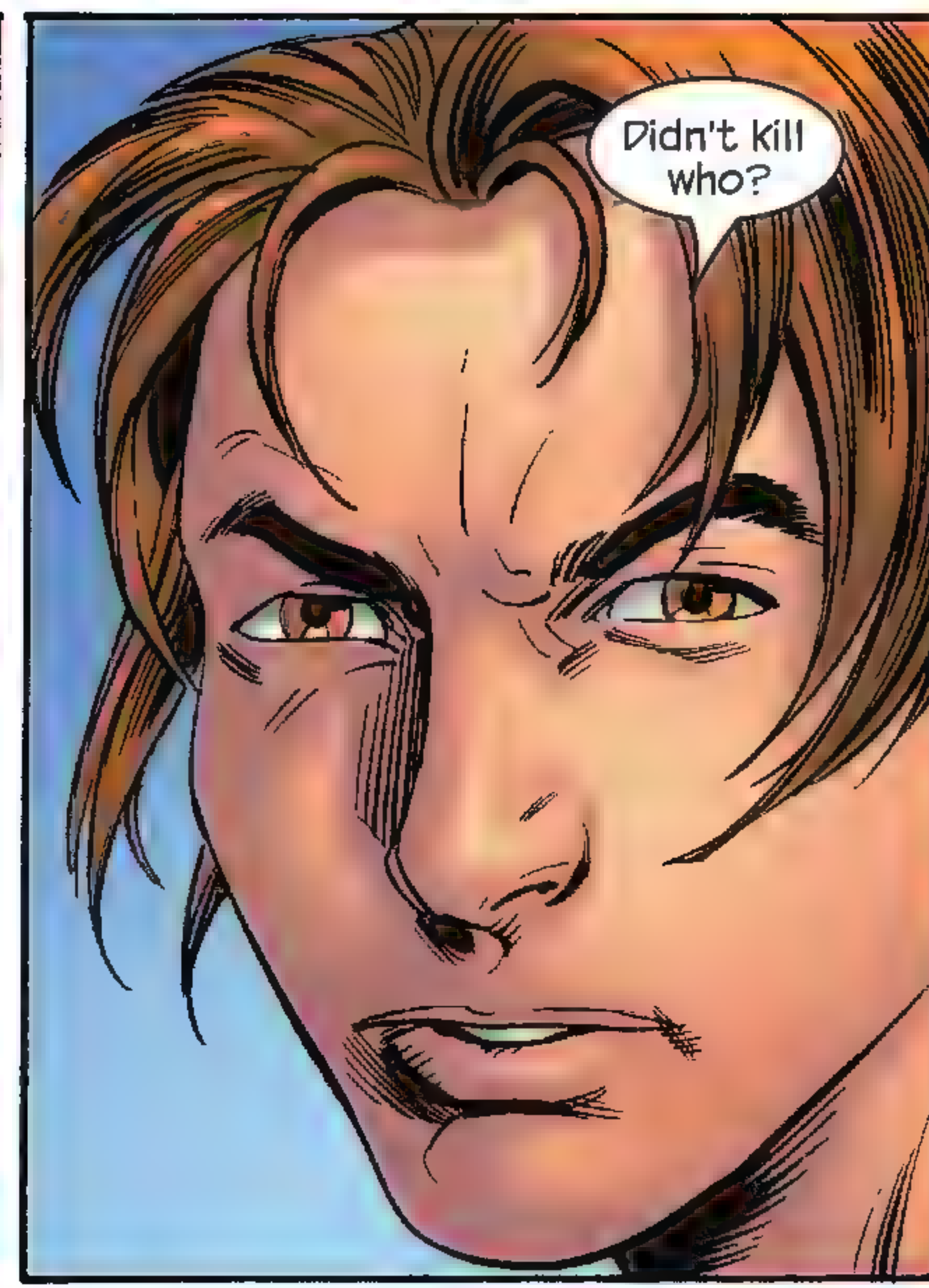
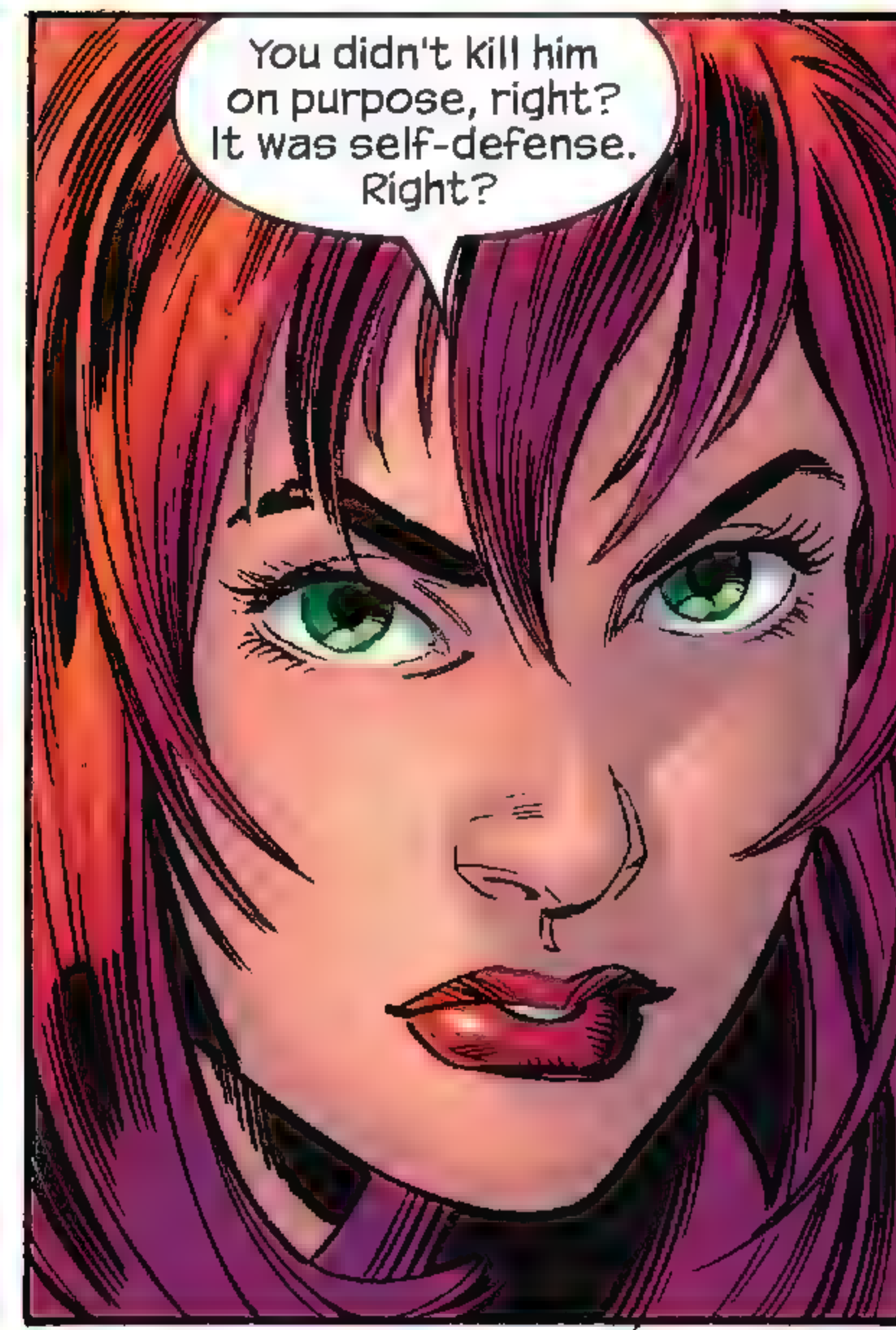
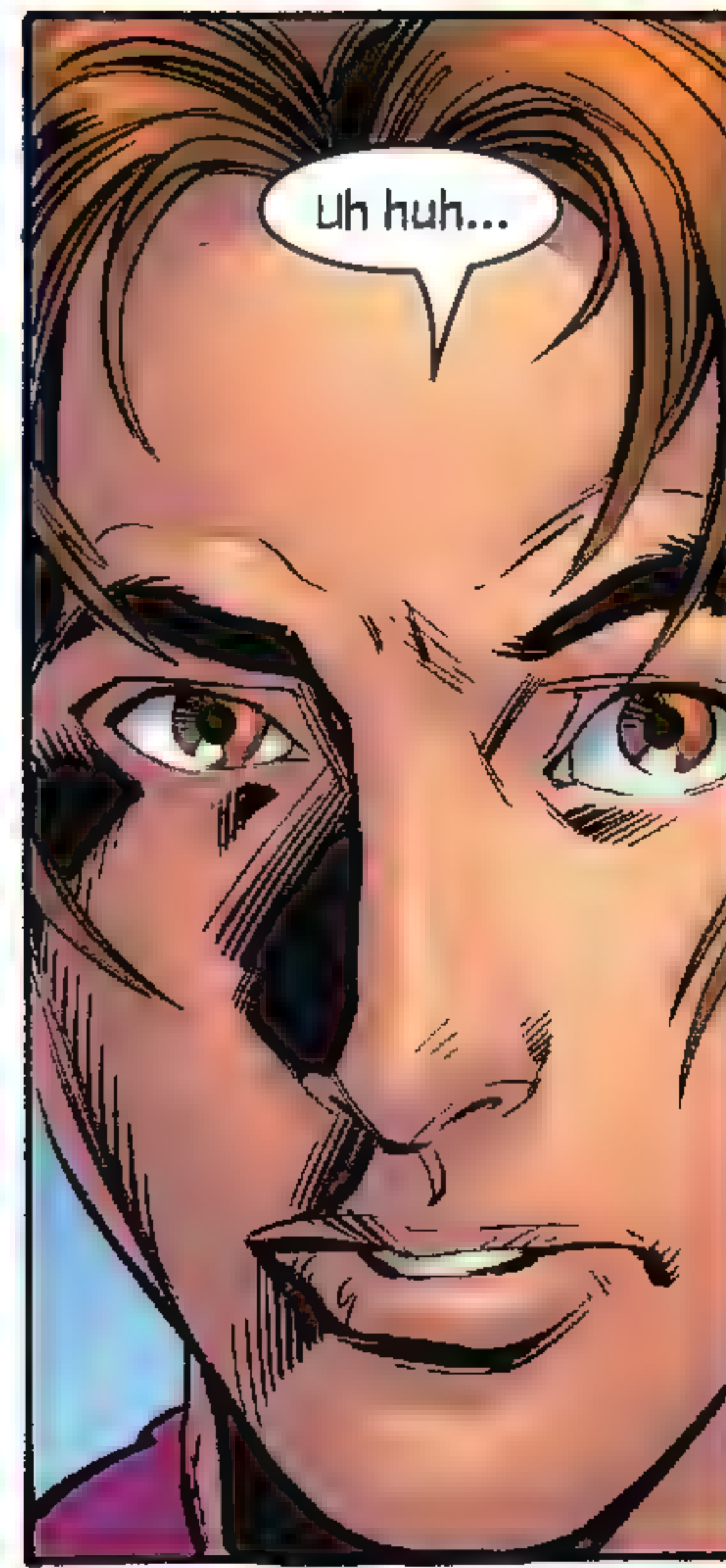
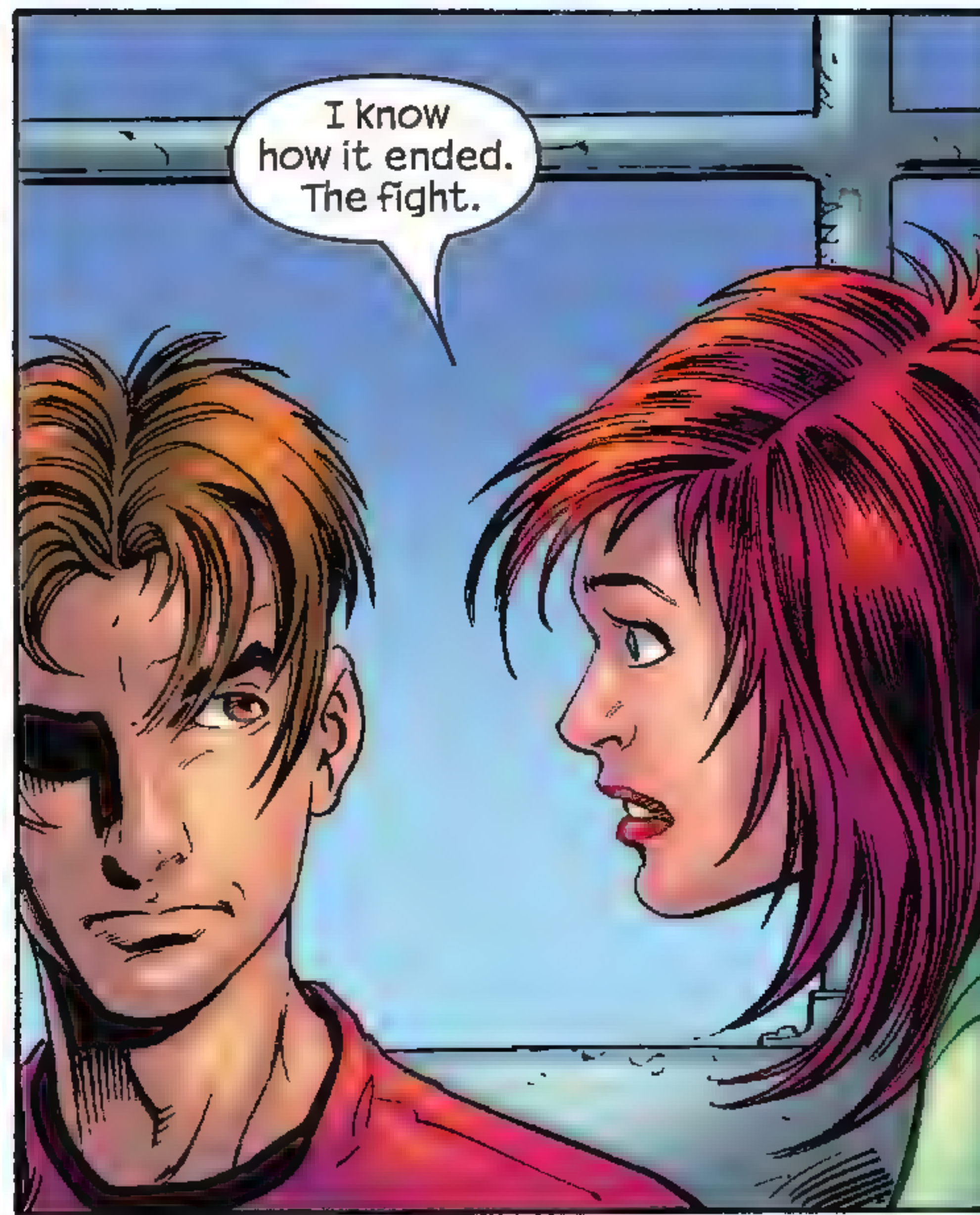
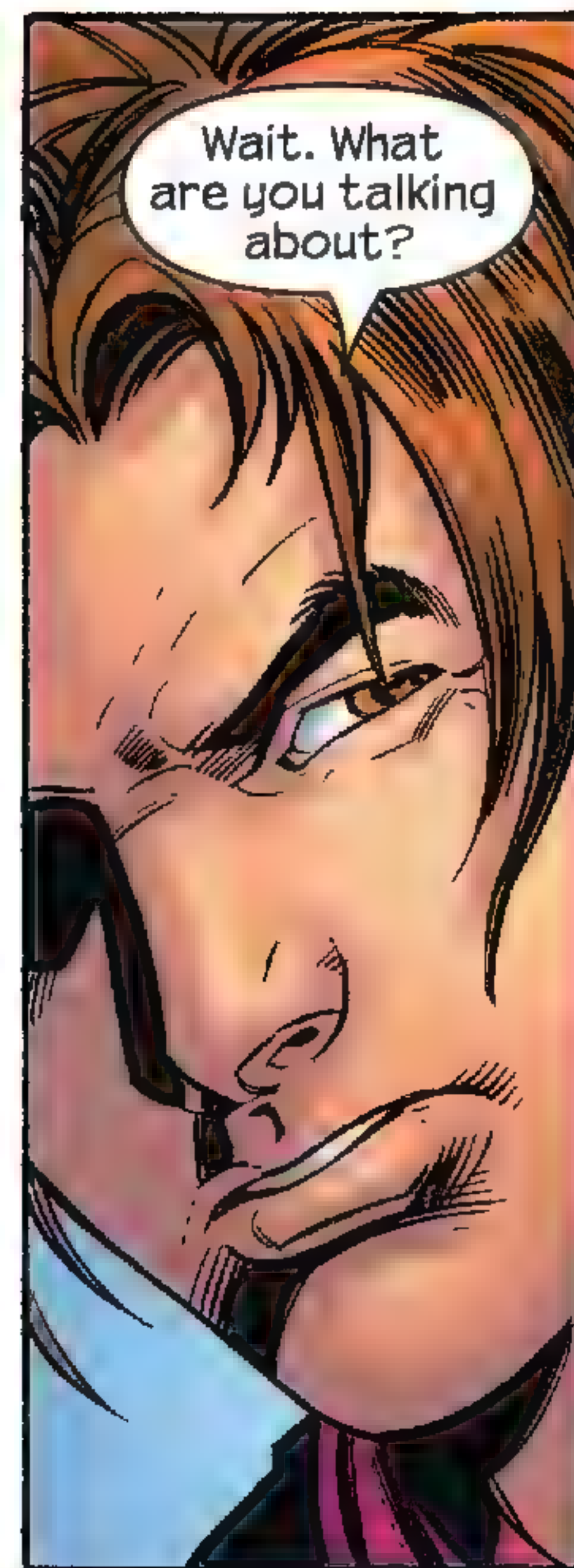
I think I know what this is- just tell me. I already know.

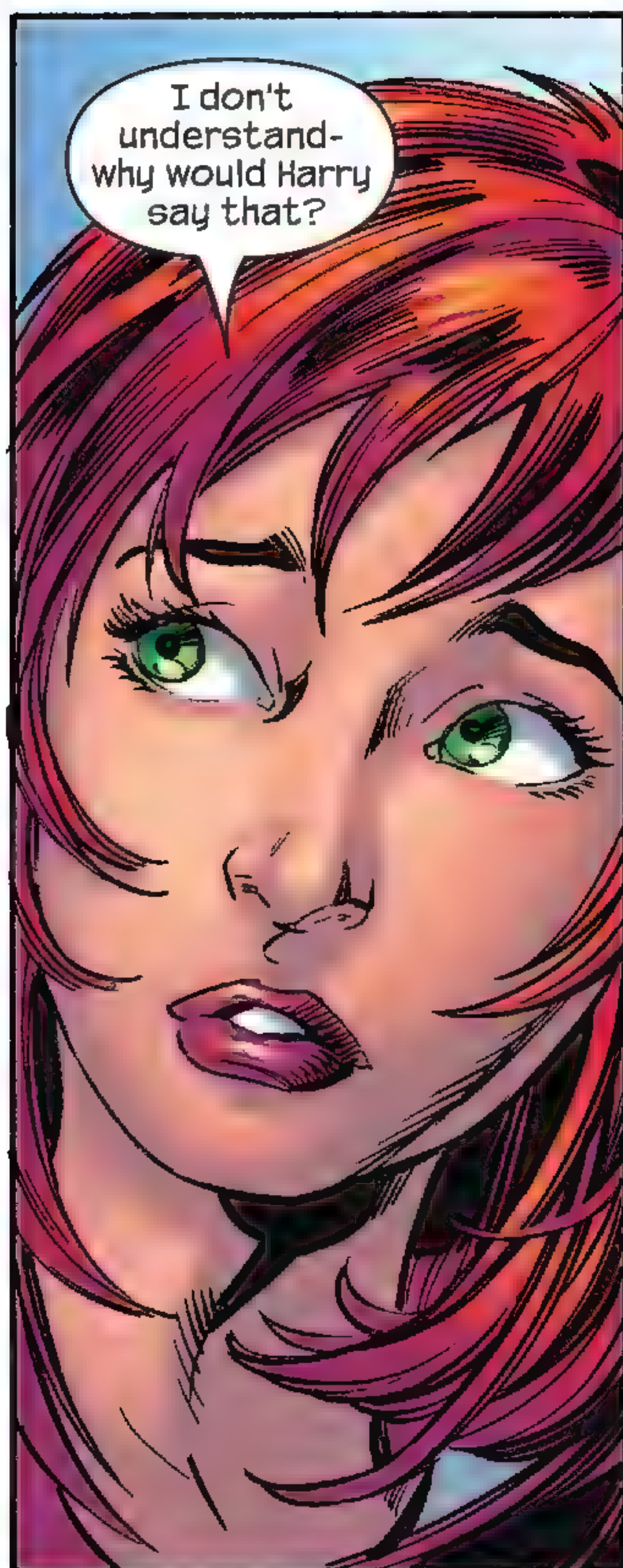
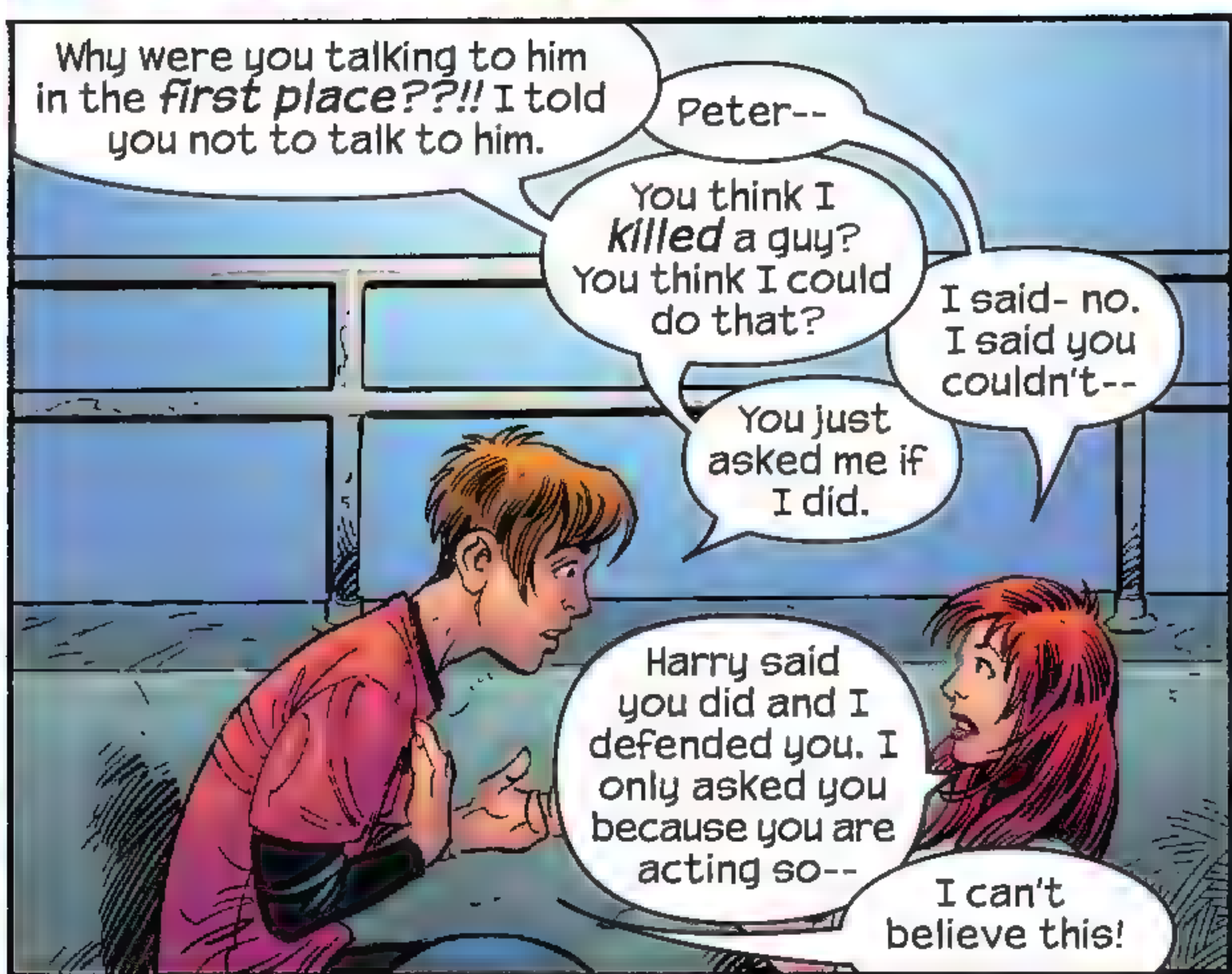
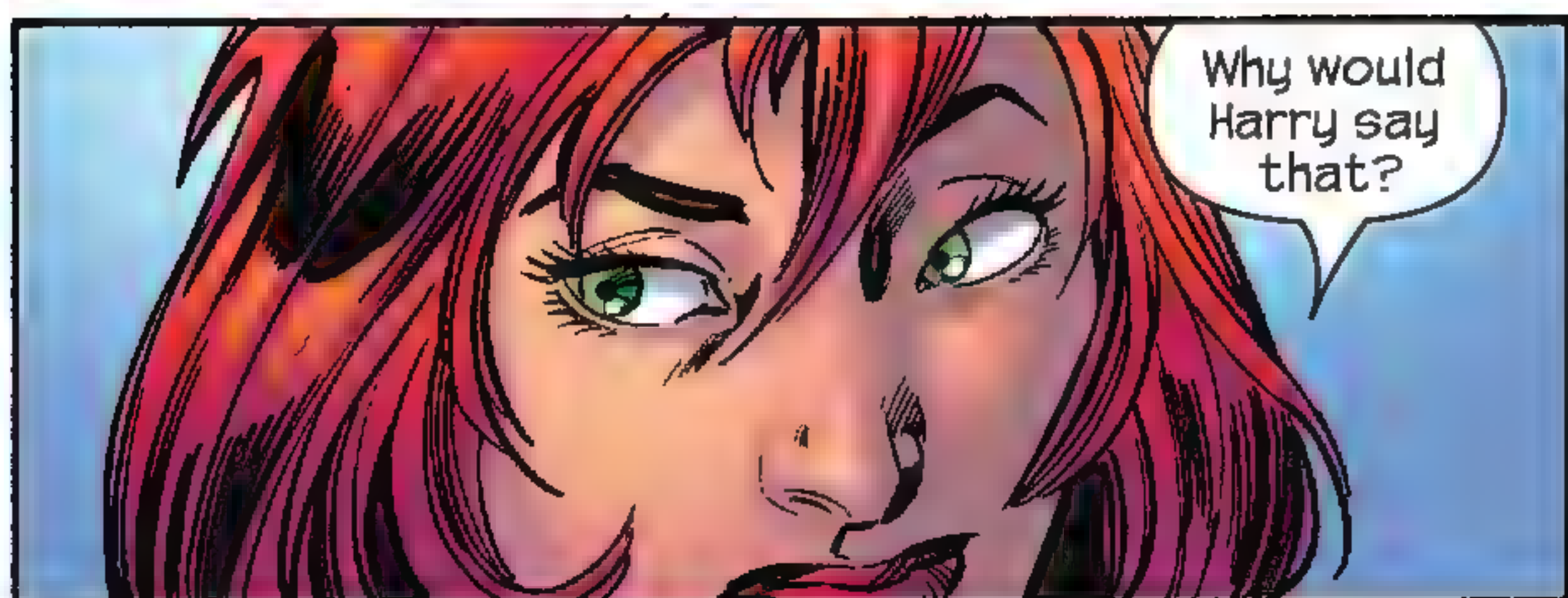
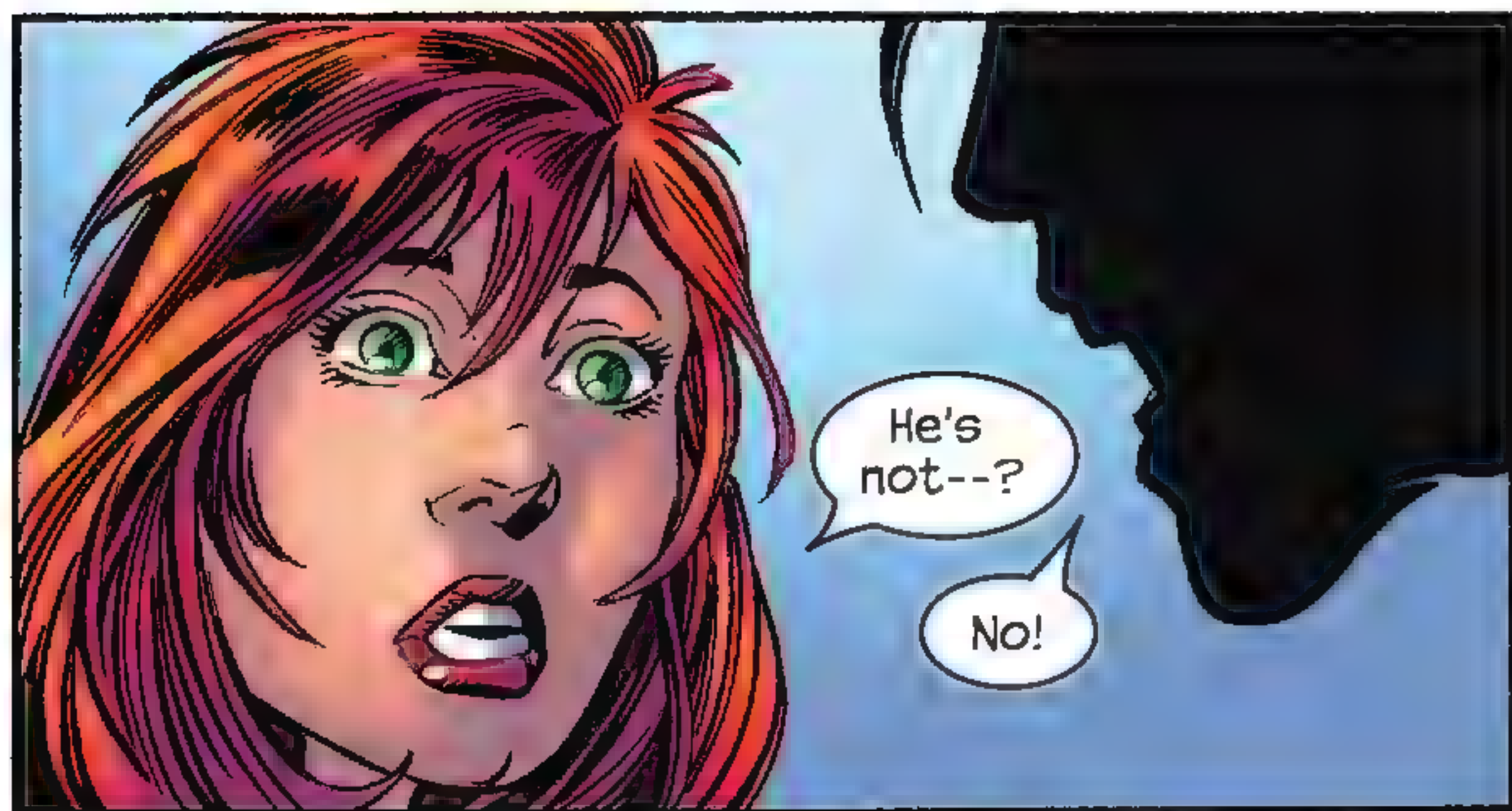


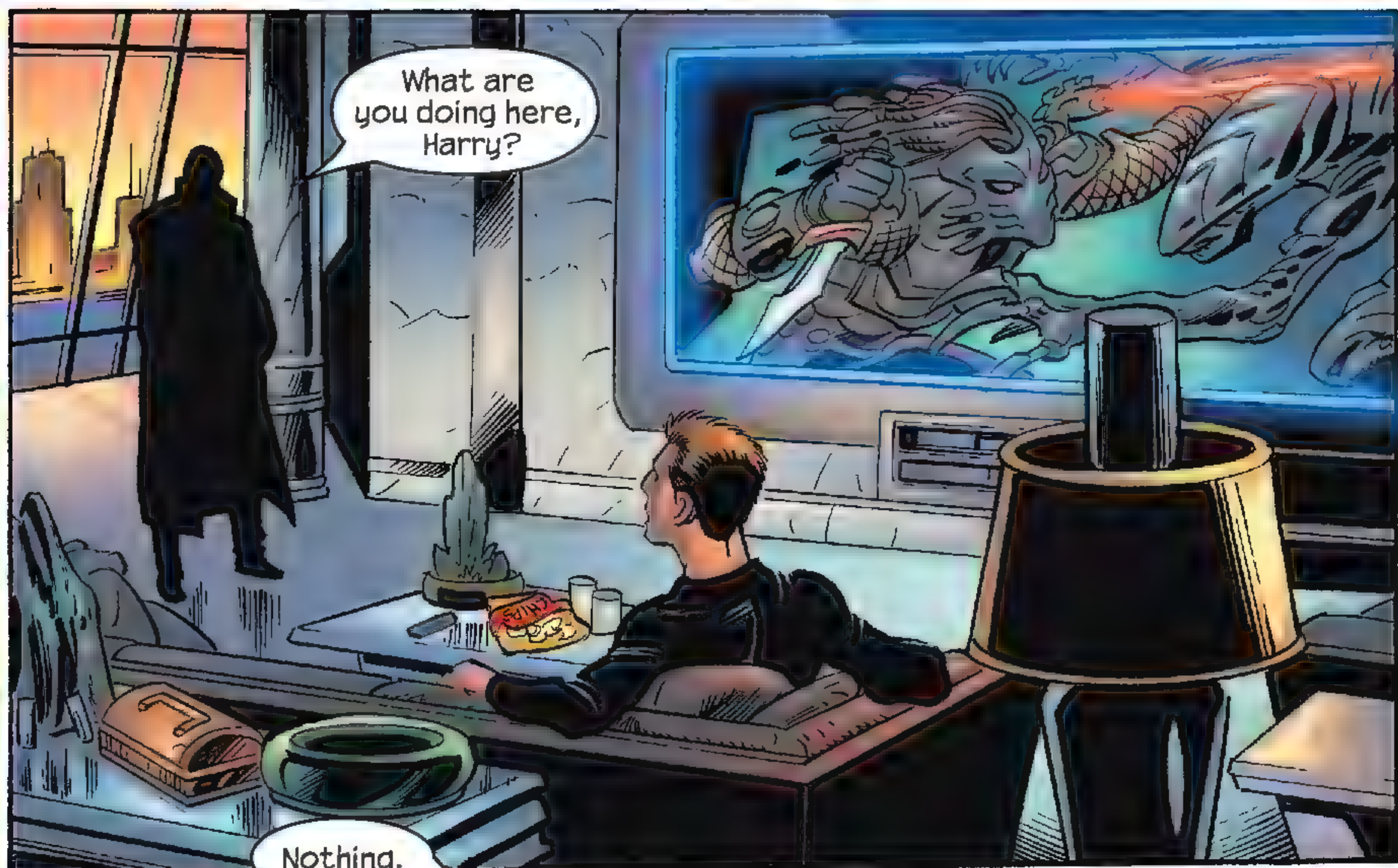
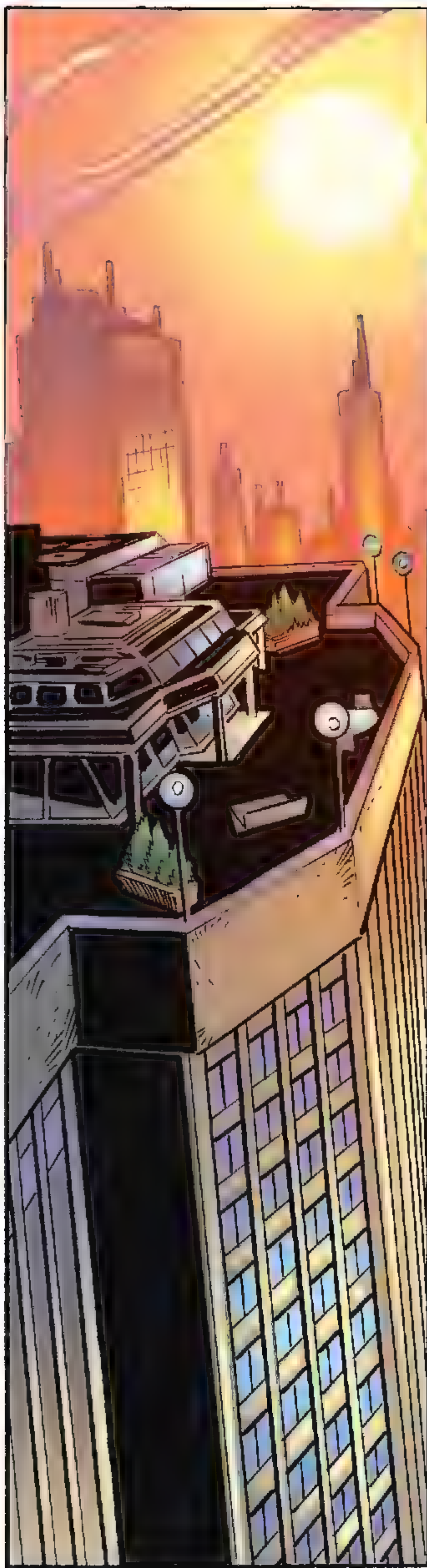
Tell you...



Is it Harry's dad?







What are you doing here, Harry?

Nothing.

You didn't go to school.

I didn't feel like it.

What does *that* have to do with it?! Go to school.



Get out of my house.

How are we going to find where your father is unless you go to school and get it out of Peter?

Leave me alone!



We had a deal!

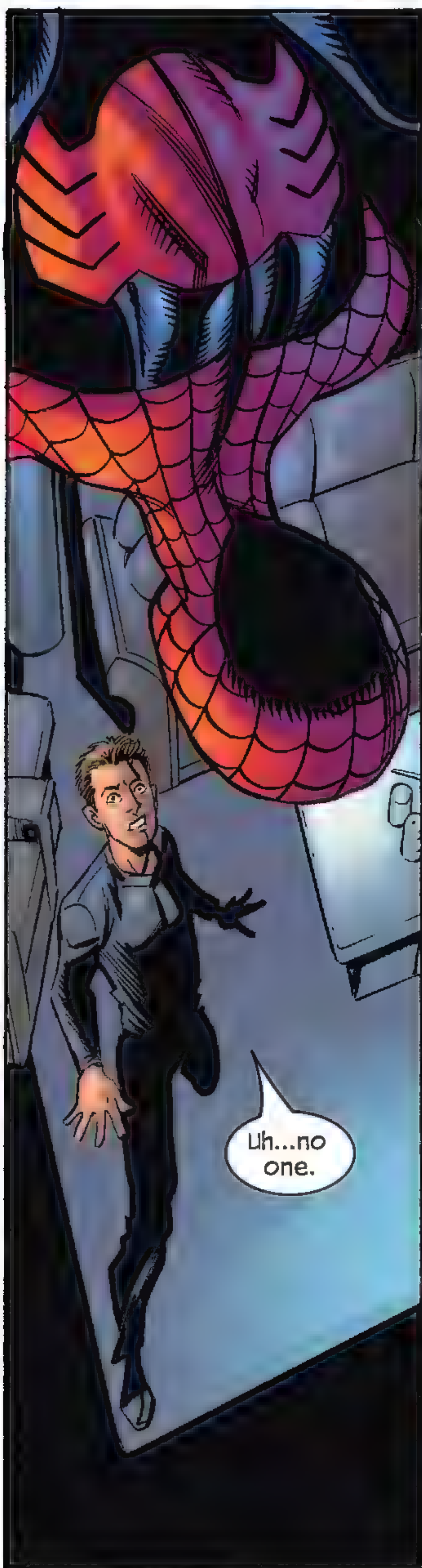
Let go of me.
Go to school!

You're not the boss of--

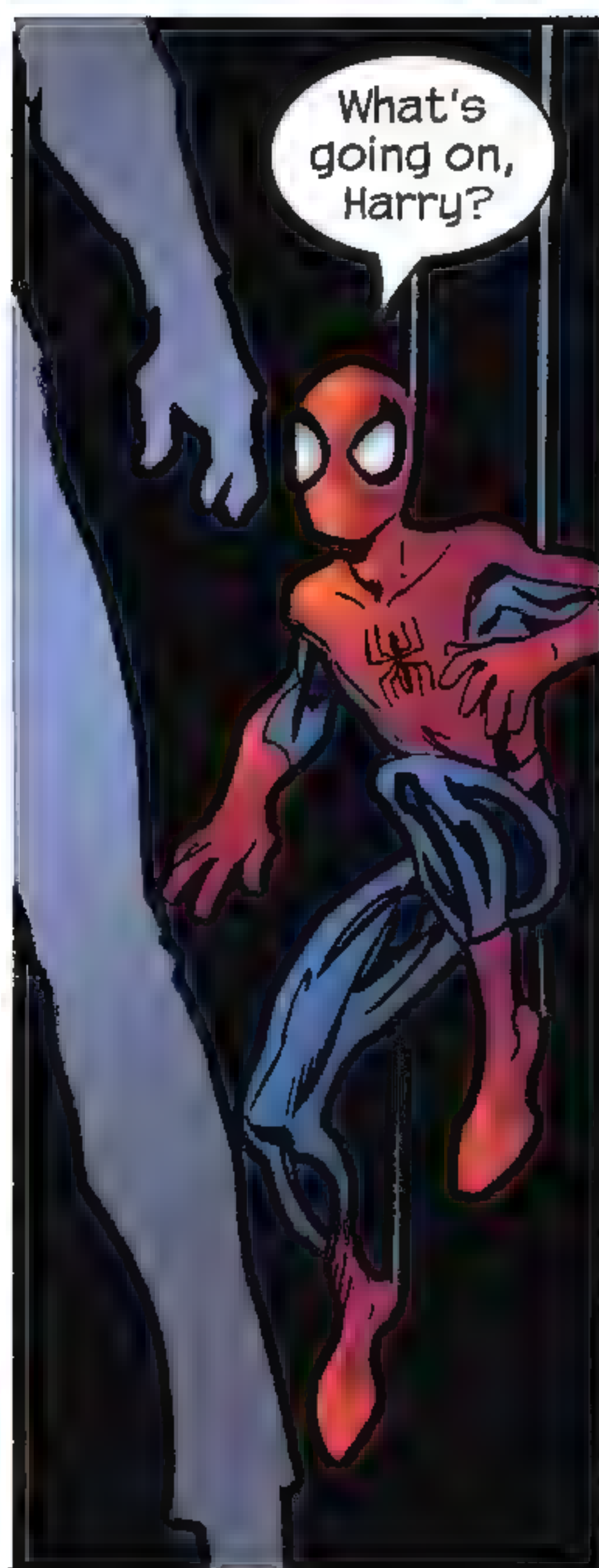
Harry!



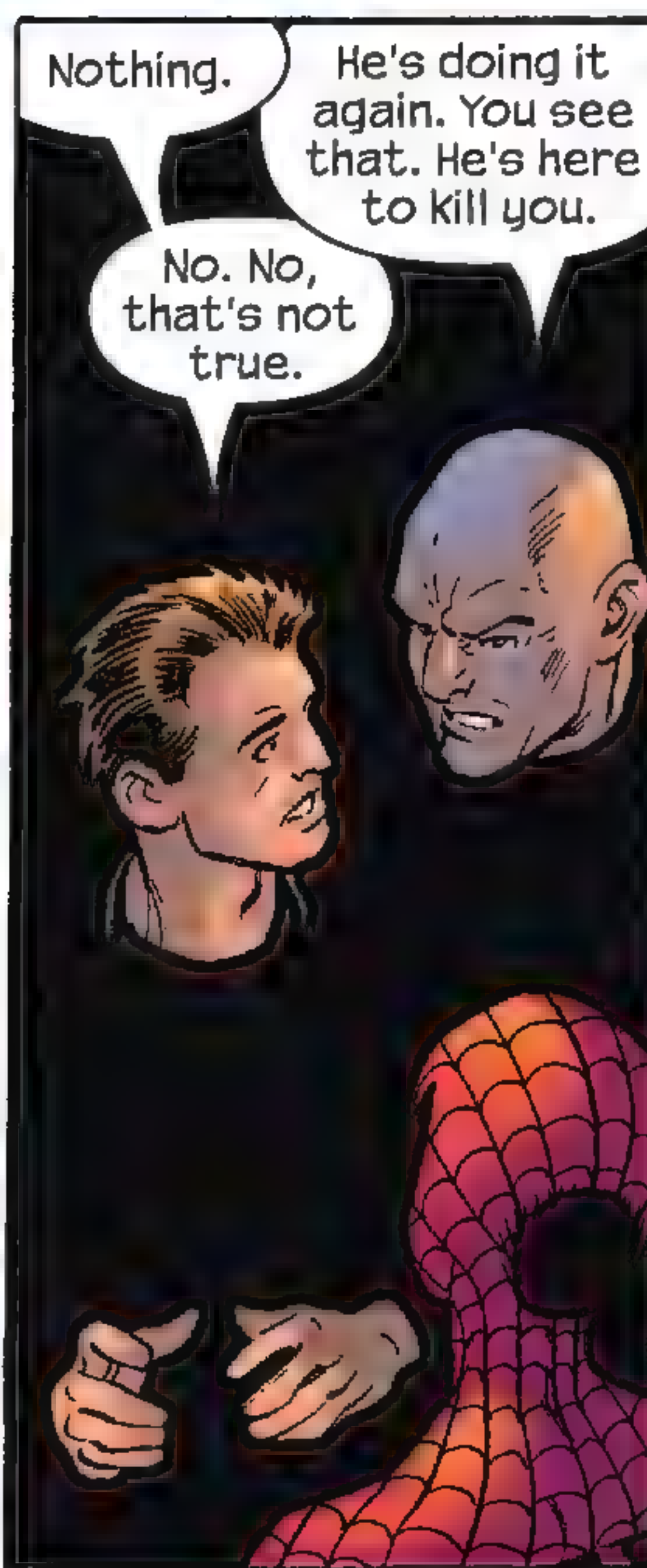
Who are you talking to?



Uh...no one.



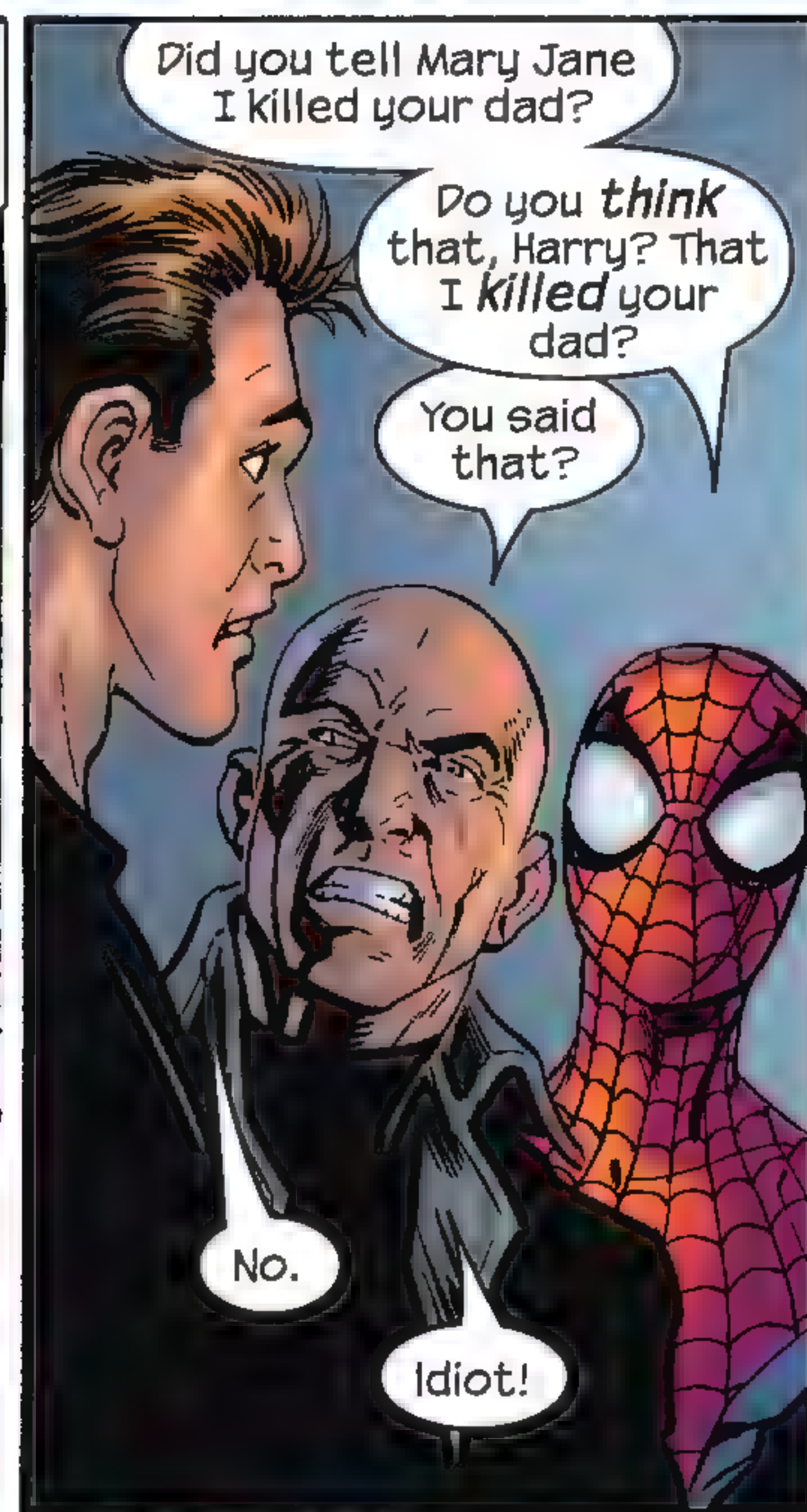
What's going on, Harry?



Nothing.

He's doing it again. You see that. He's here to kill you.

No. No, that's not true.



Did you tell Mary Jane I killed your dad?

Do you *think* that, Harry? That I *killed* your dad?

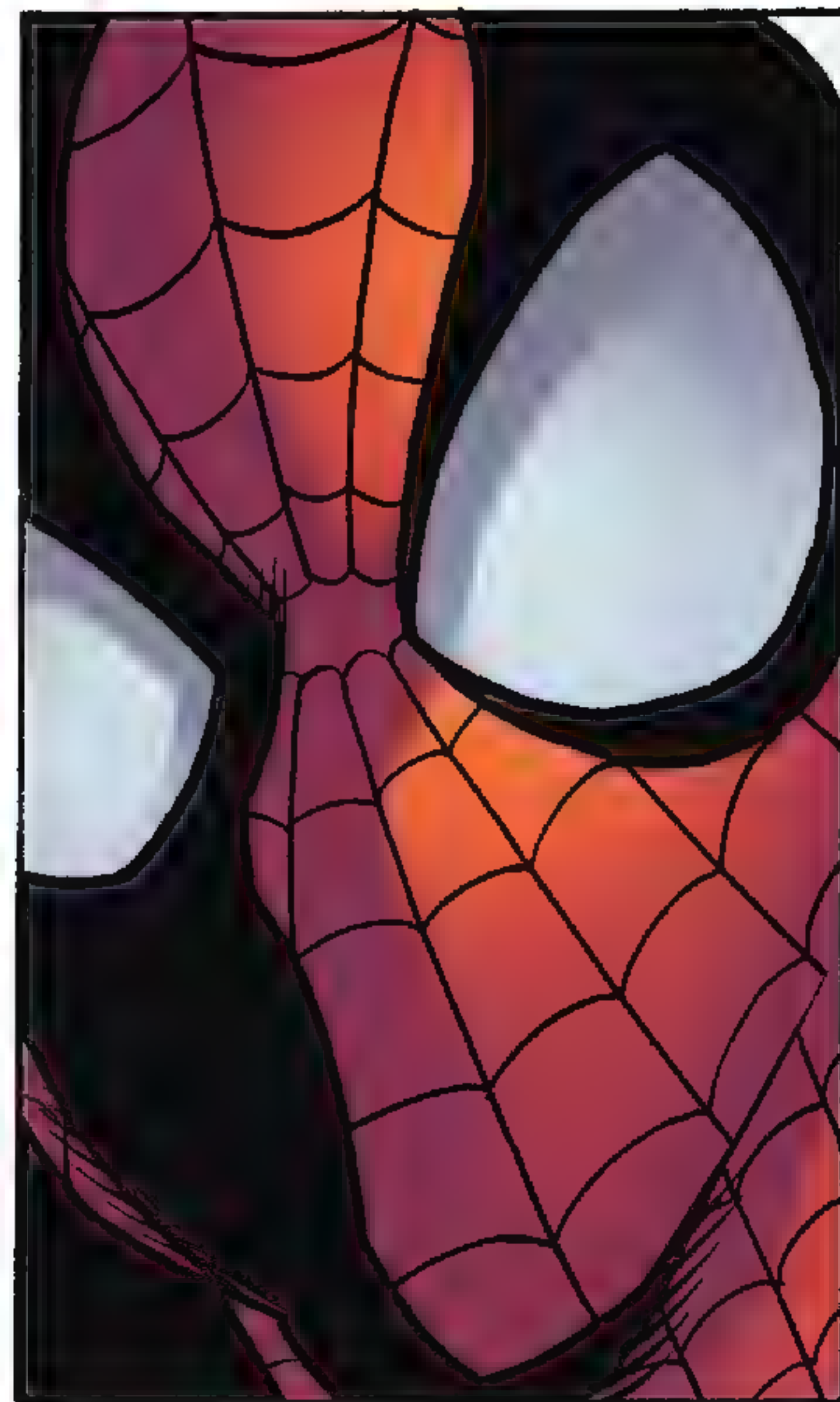
You said that?

No.

Idiot!



Shut up!







Do you people know the meaning of the words: clamp down?

The lab is off limits to unauthorized personnel!!

And that includes him, for heaven's sake!!

Dad, what's going on?

Why are you--?

Will you please remove him from the premises?



What's going on?

Harry, now is really not the time.



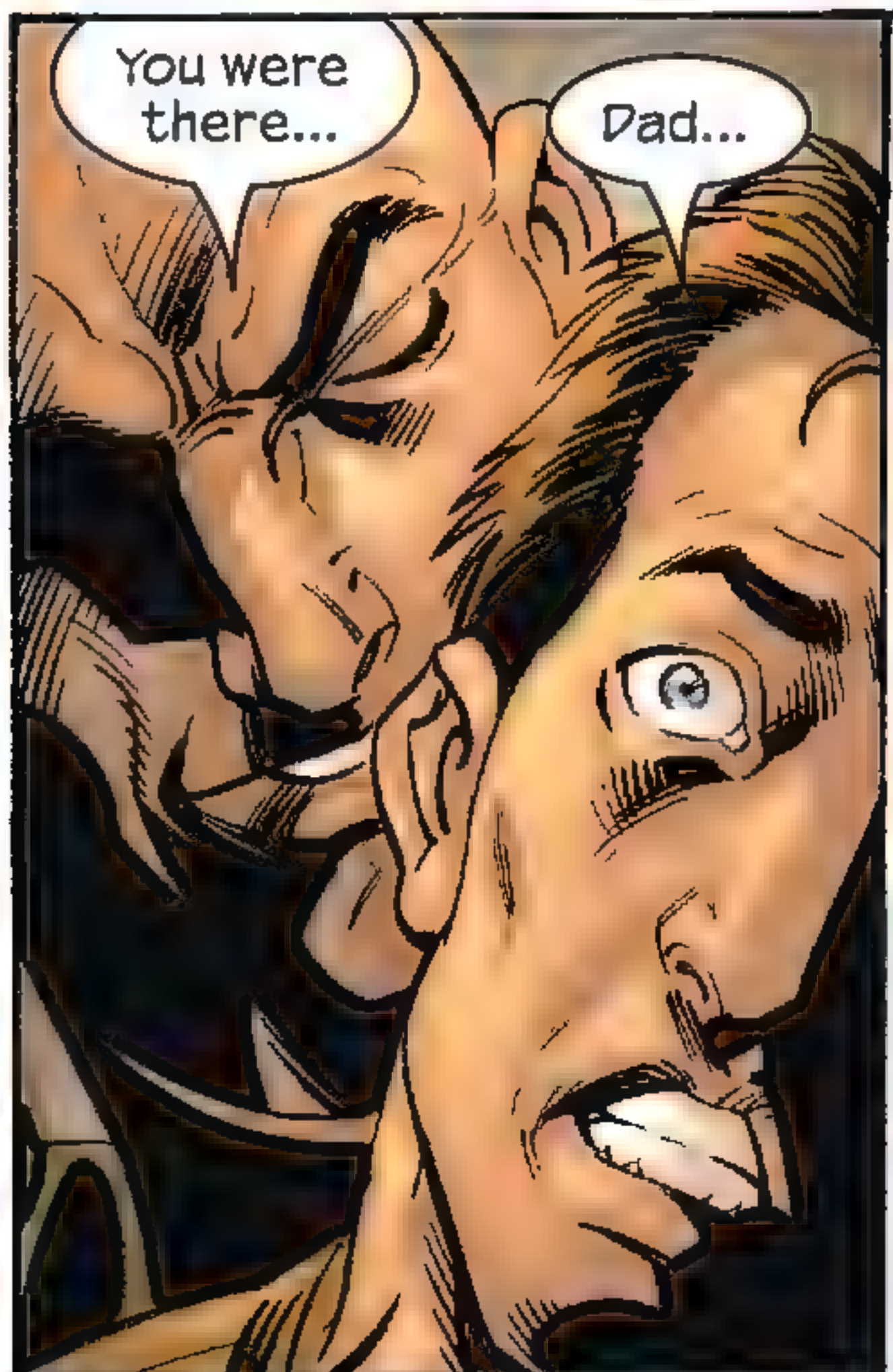
We are good to go, sir?

Everything checked and double checked?

We are good to go.



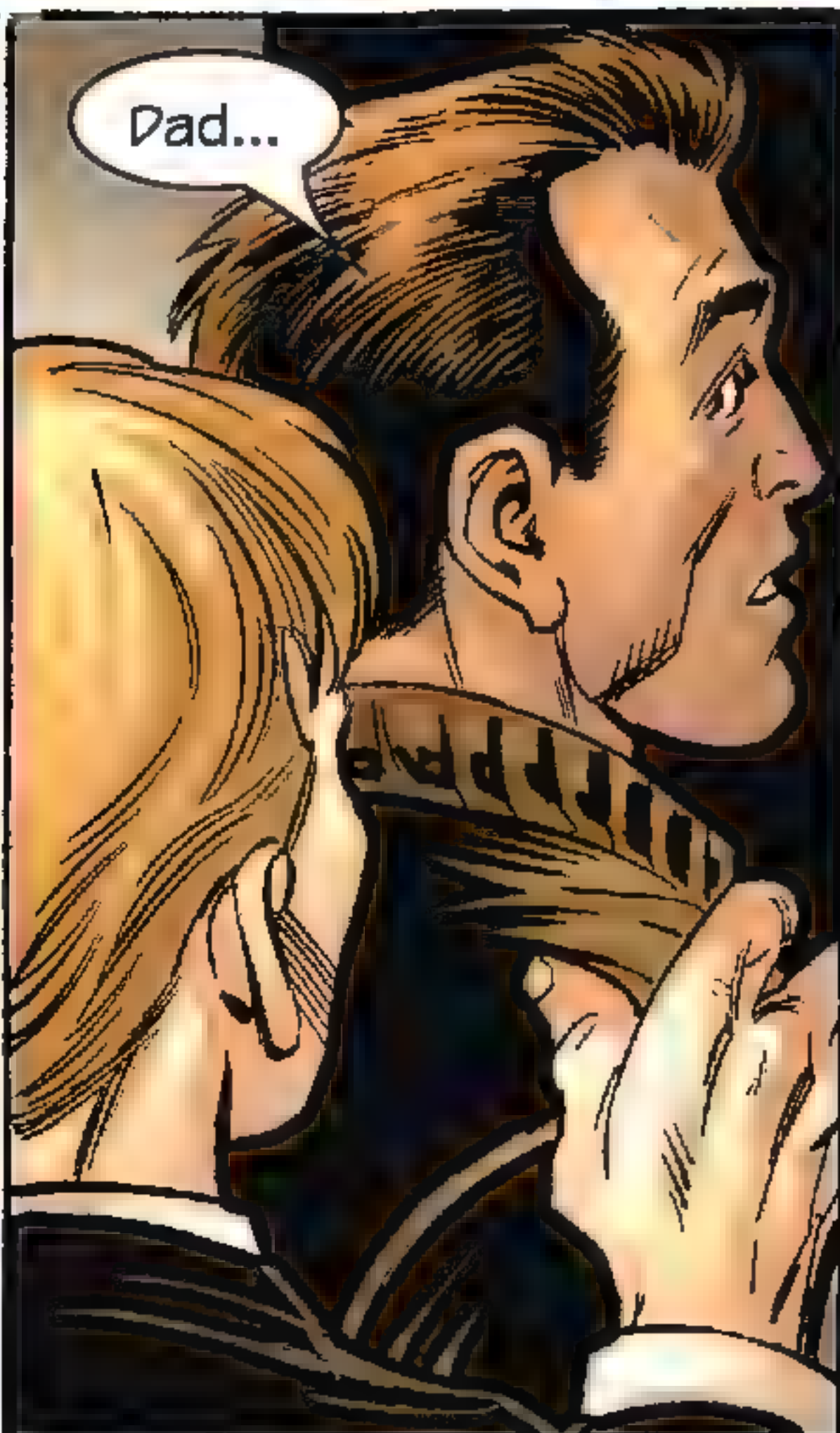
Let's do it.



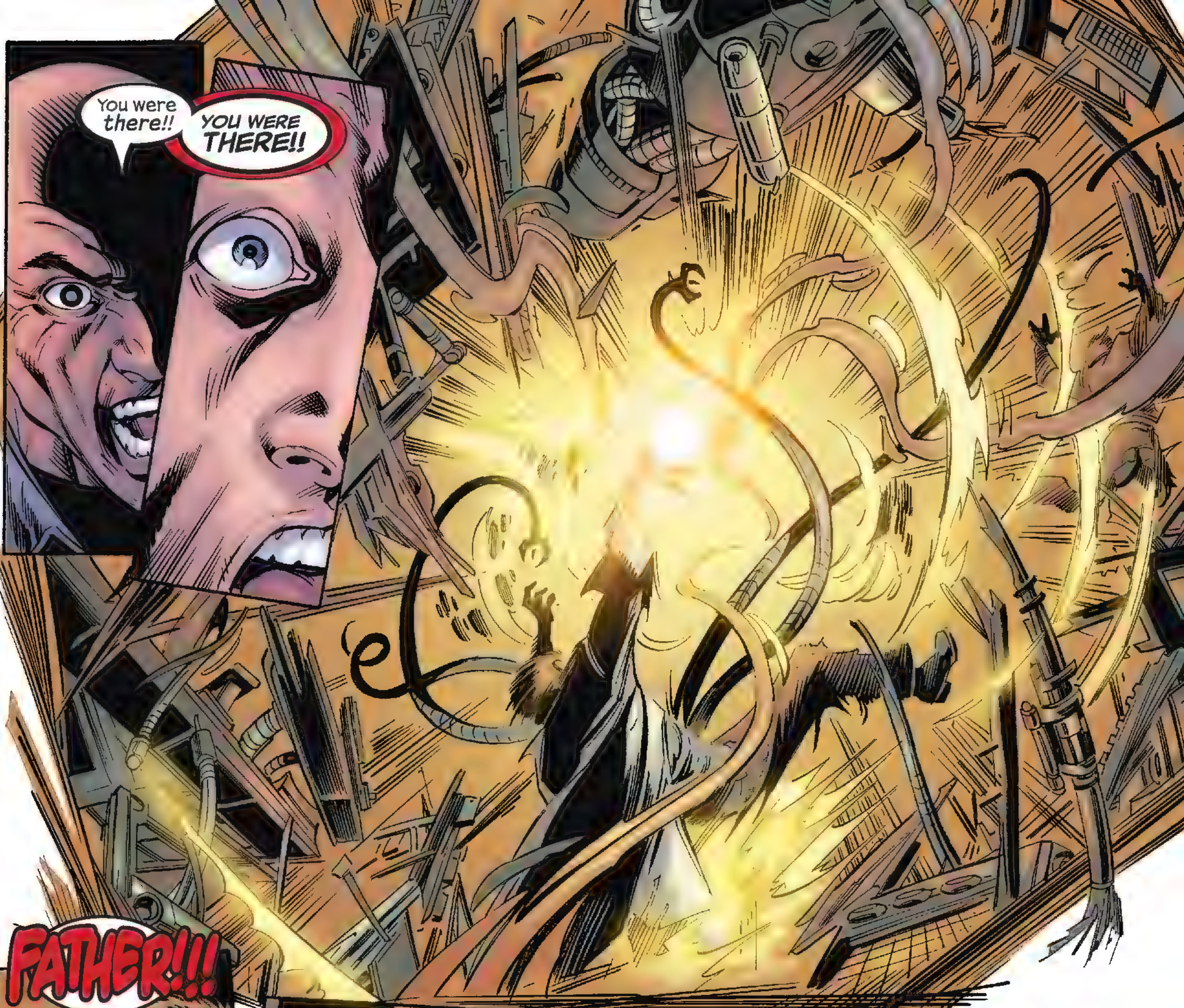
You were there...

Dad...

Dad...



Harry, please stop this.



You were there!!

YOU WERE THERE!!

FATHER!!!



OH MY GOD!!!

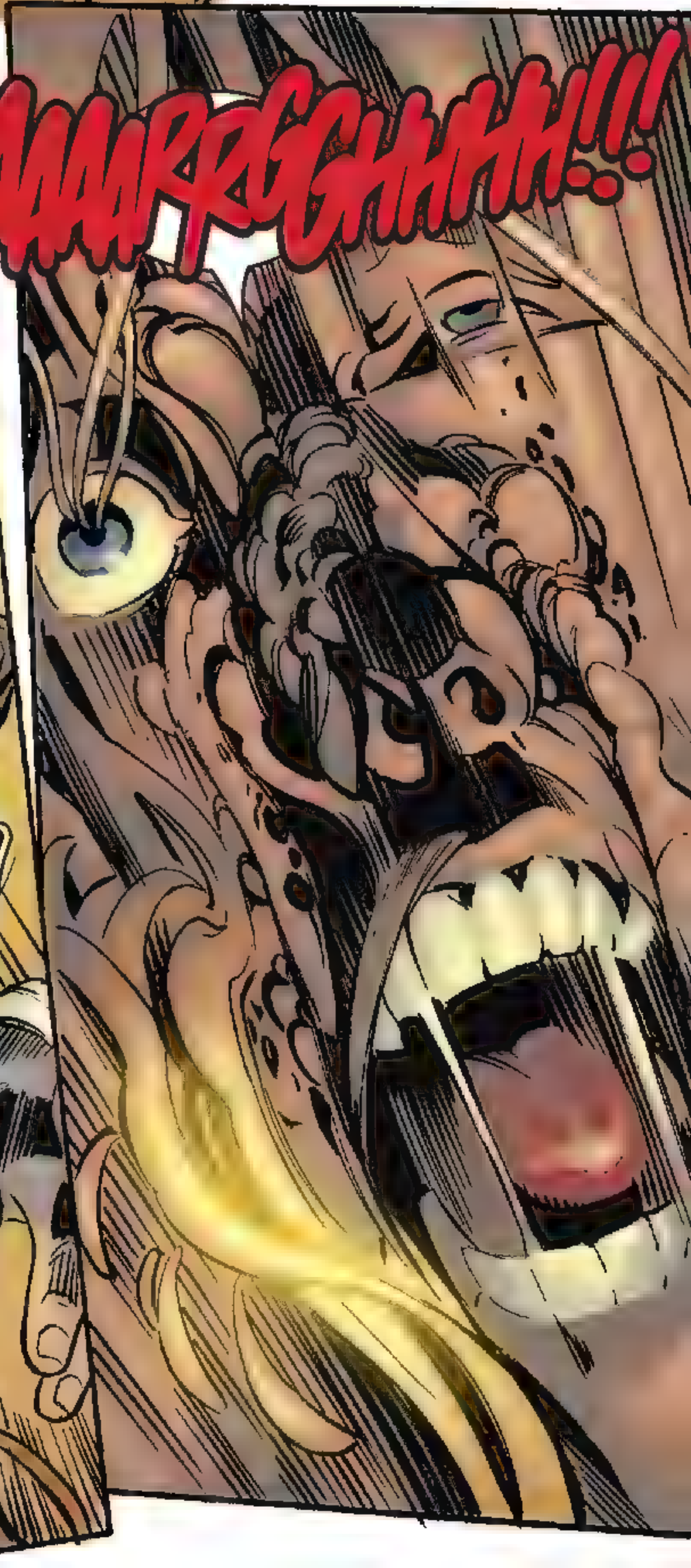
RRRAAAAAGGGHH!!!



AARRGGGGHHHH!!!

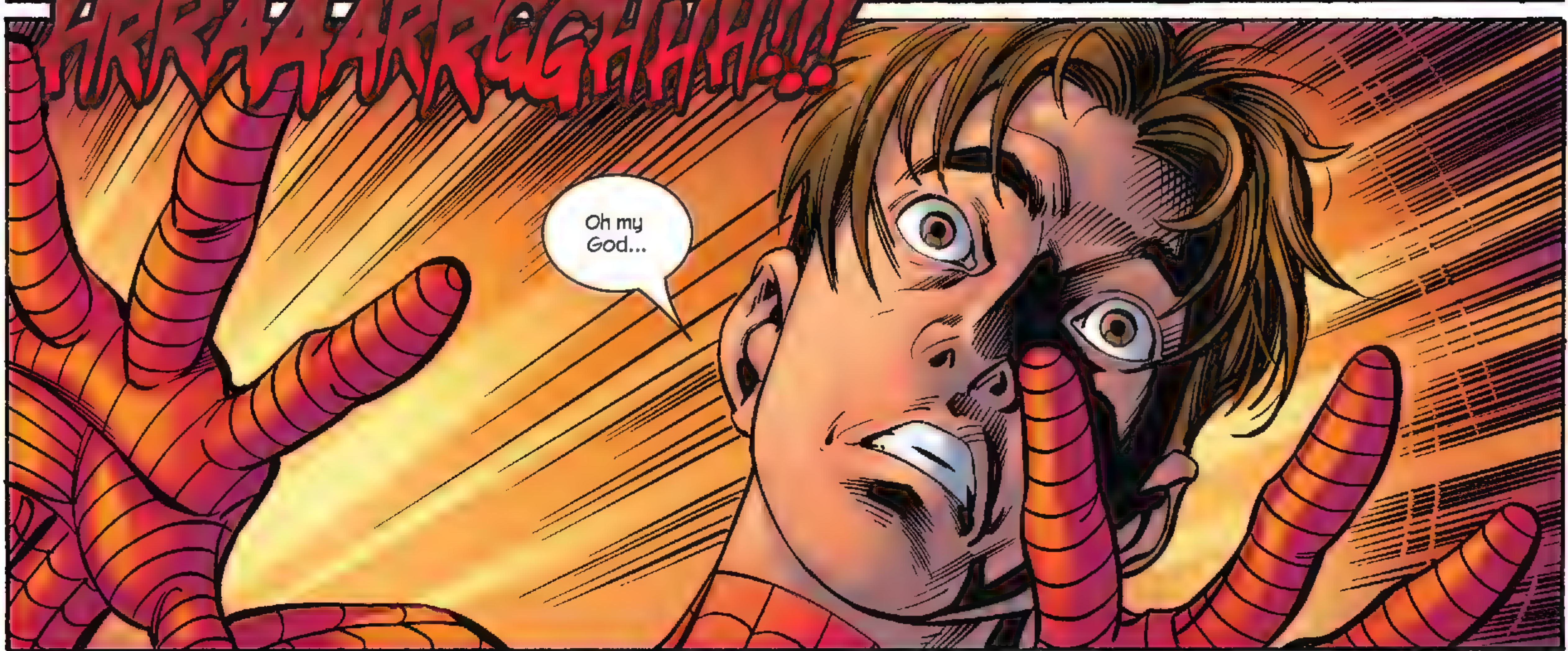


AAAAARRGGGGHHHH!!!





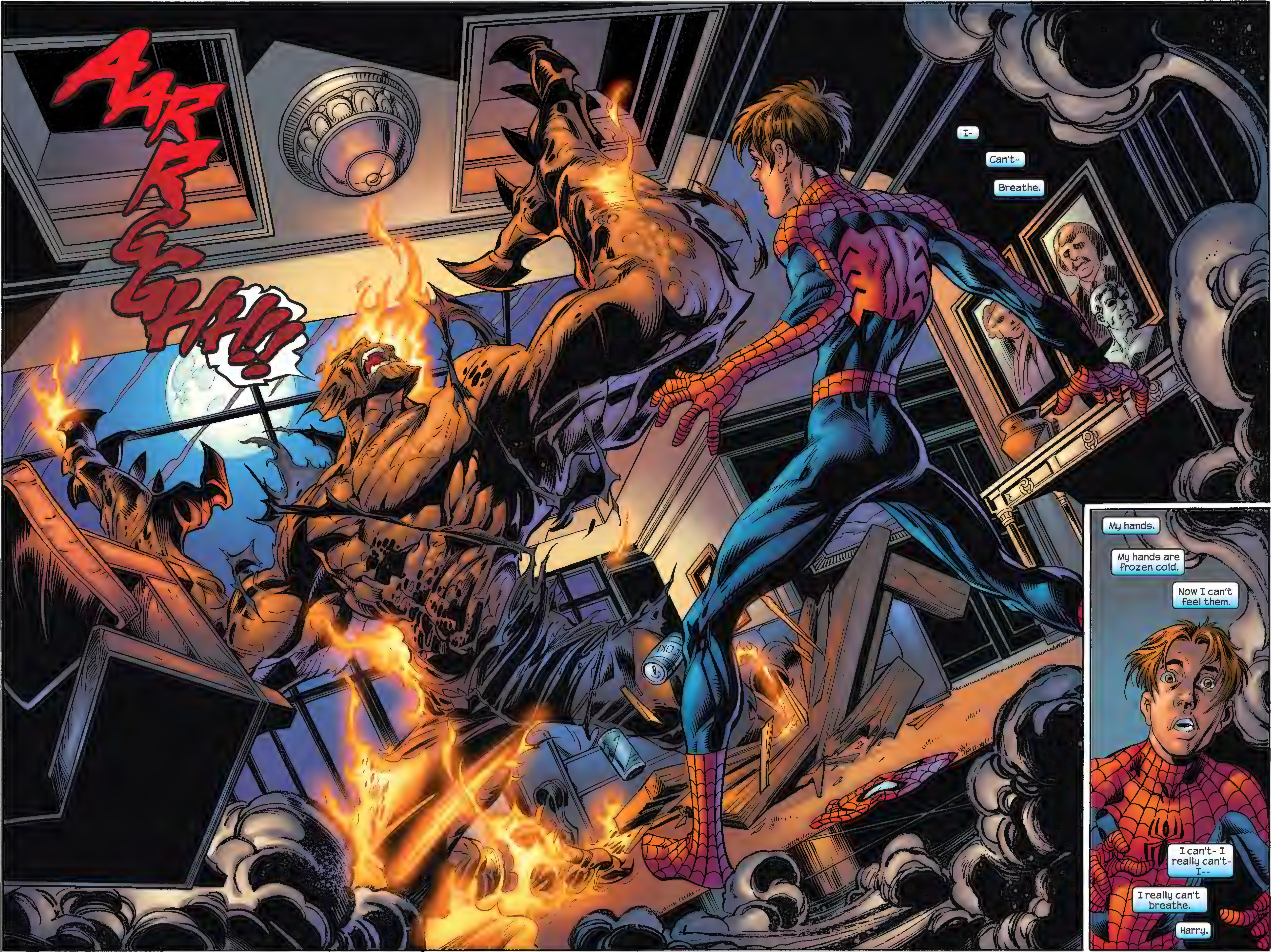
CEEEEEEEEEE LAAARRRRR!!
DOOORRRRRRRRRRR!!



HRRAAARRGGHHH!!!

Oh my
God...





I-

Can't-

Breathe.

My hands.

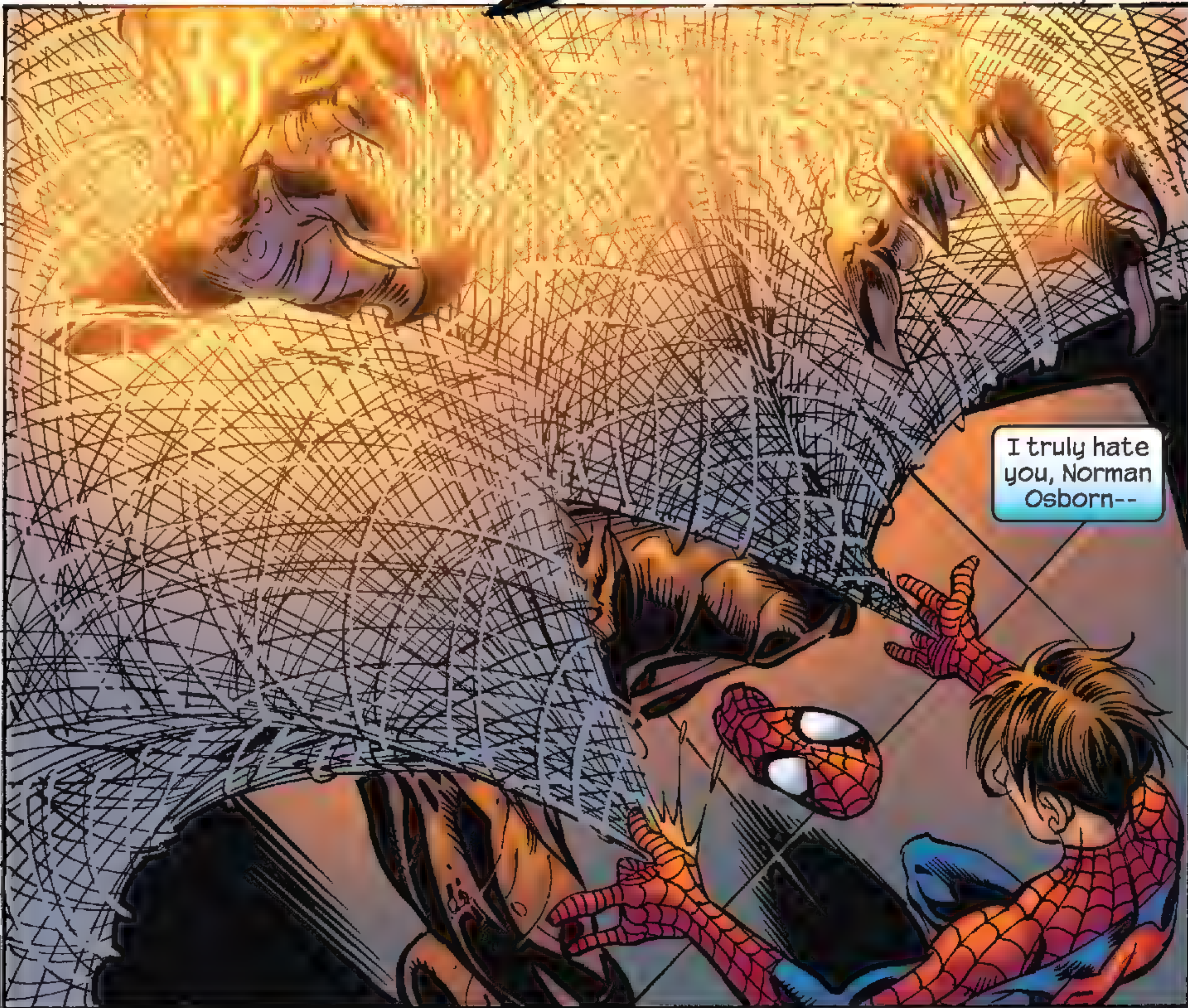
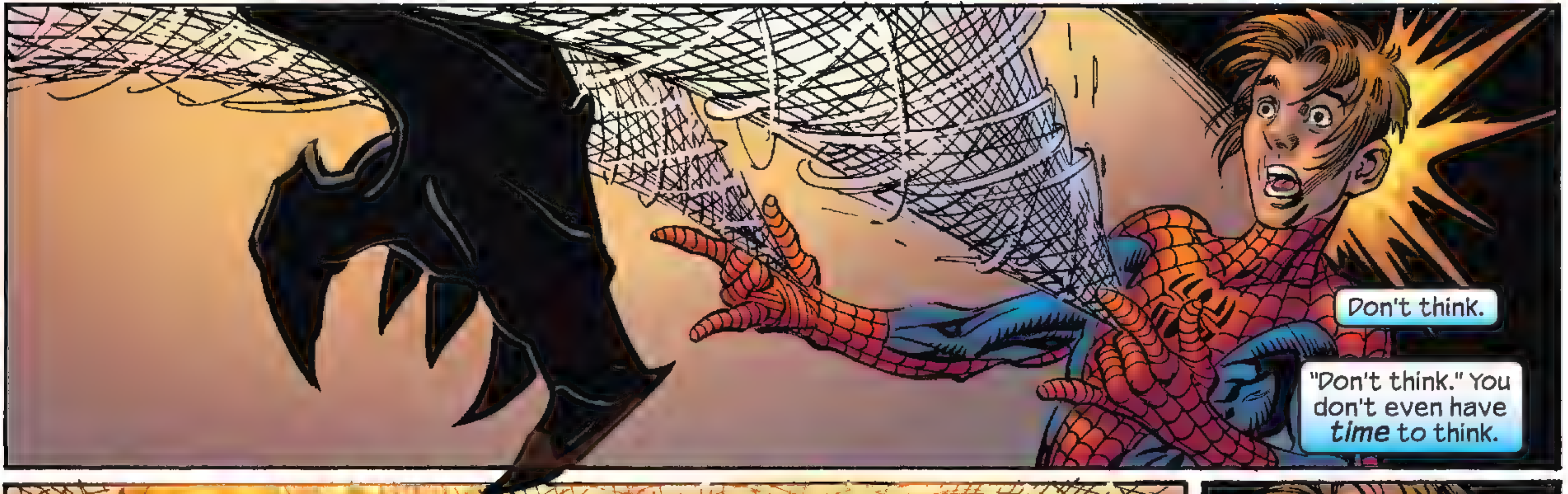
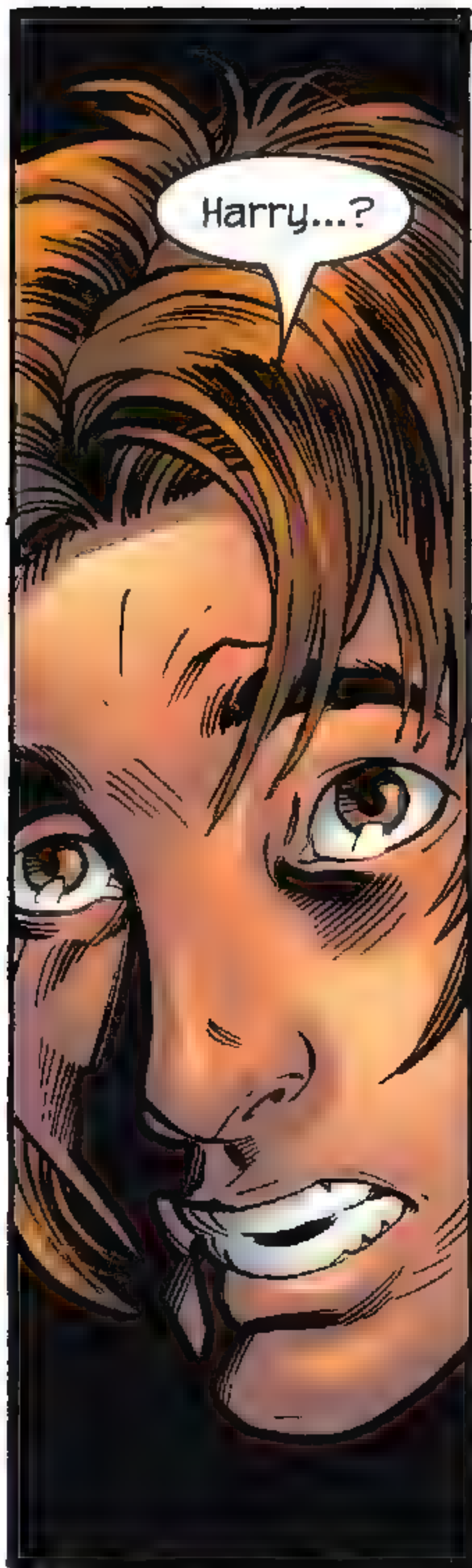
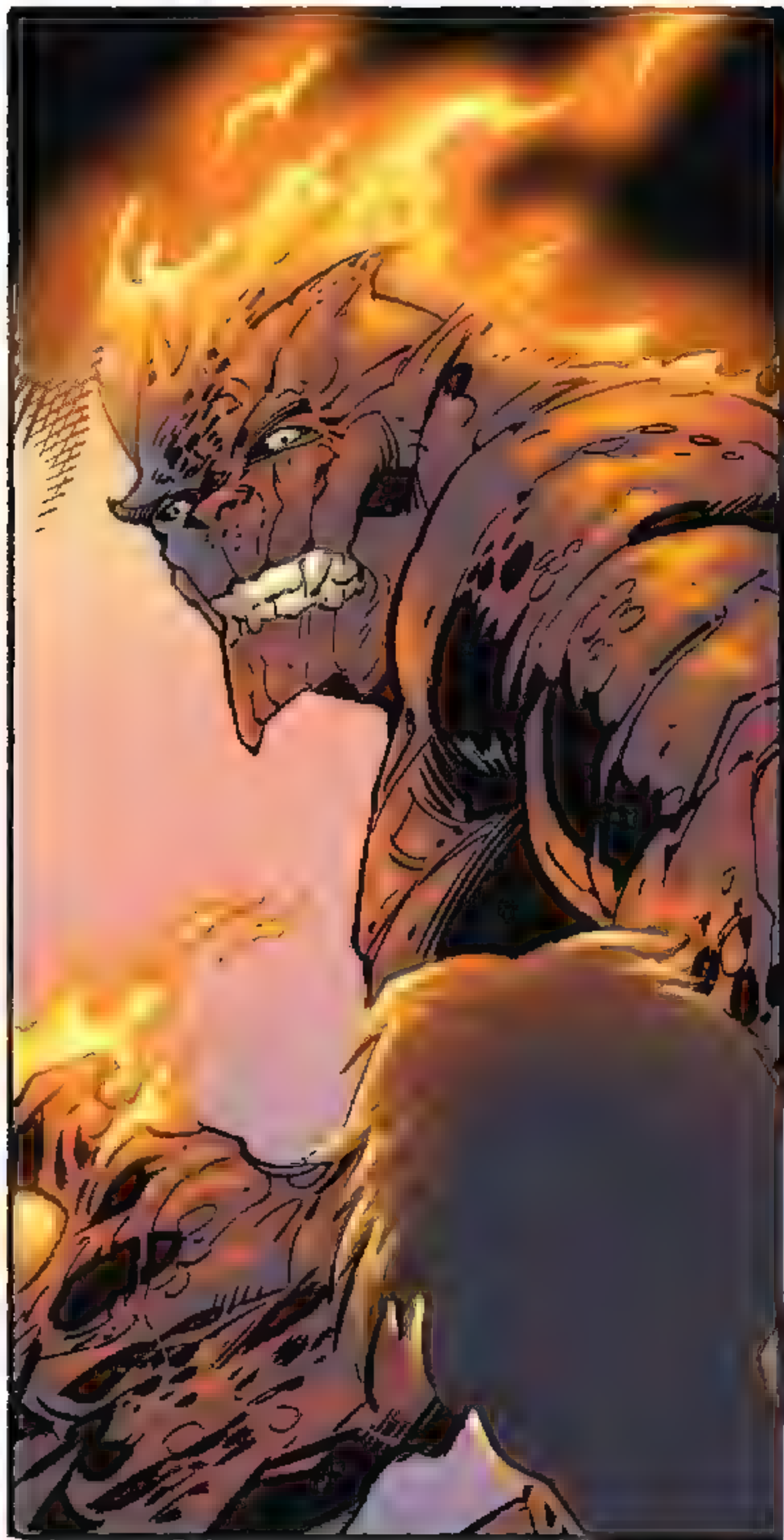
My hands are frozen cold.

Now I can't feel them.

I can't- I really can't- I--

I really can't breathe.

Harry.







ARGH!

I don't want to do this.

I don't!



SMACK

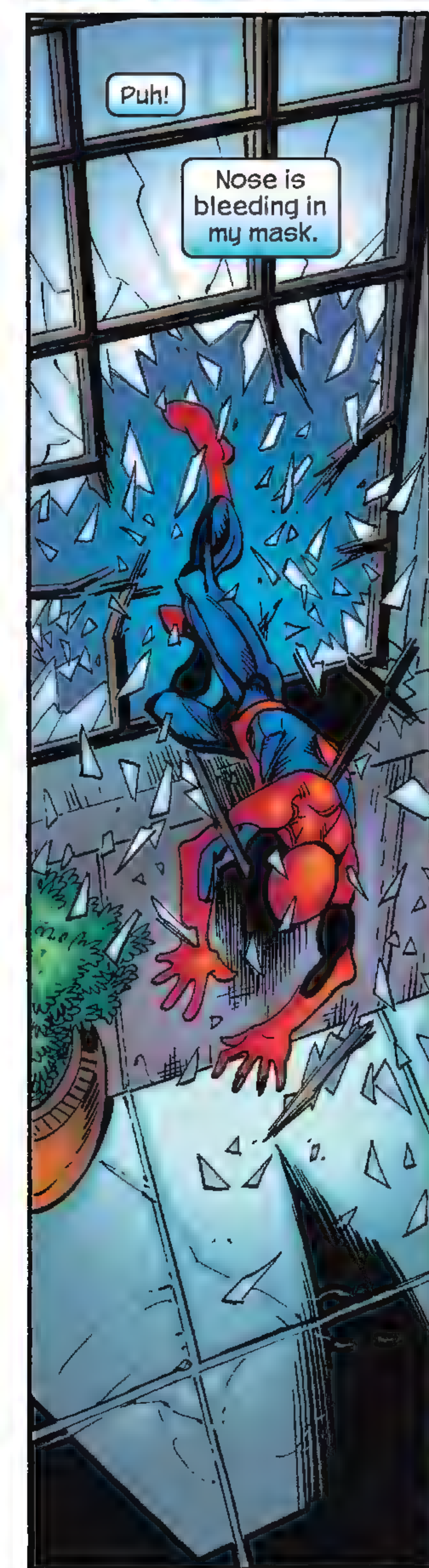
But I know what will happen if I don't.



People will die if I don't stop this.

I can't have it.

I can't- ARGH!



Puh!

Nose is bleeding in my mask.



Ears are throbbing. Wasn't ready. I'm still not ready.



How do you get ready for this?



Why?

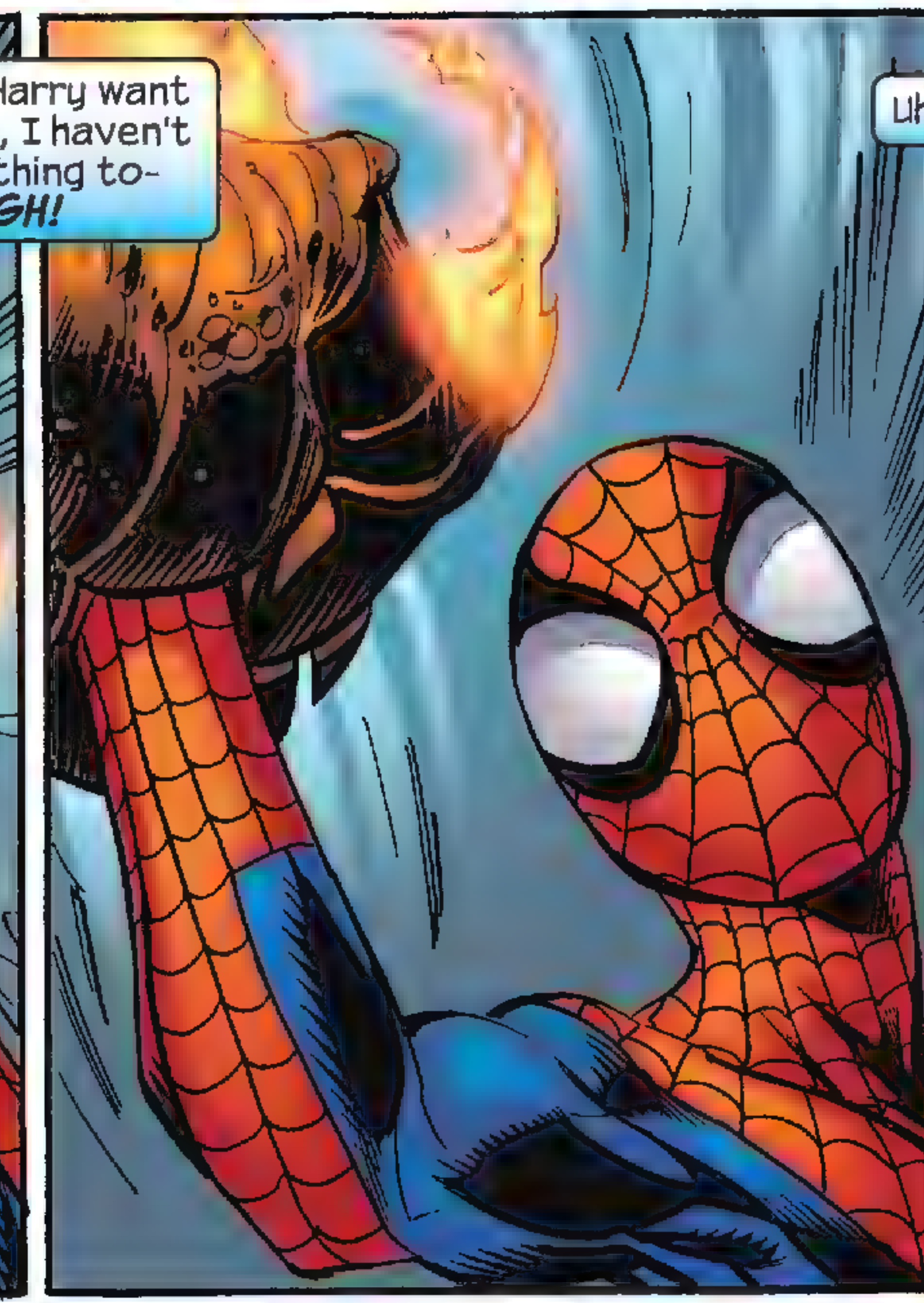


Why is this happening?

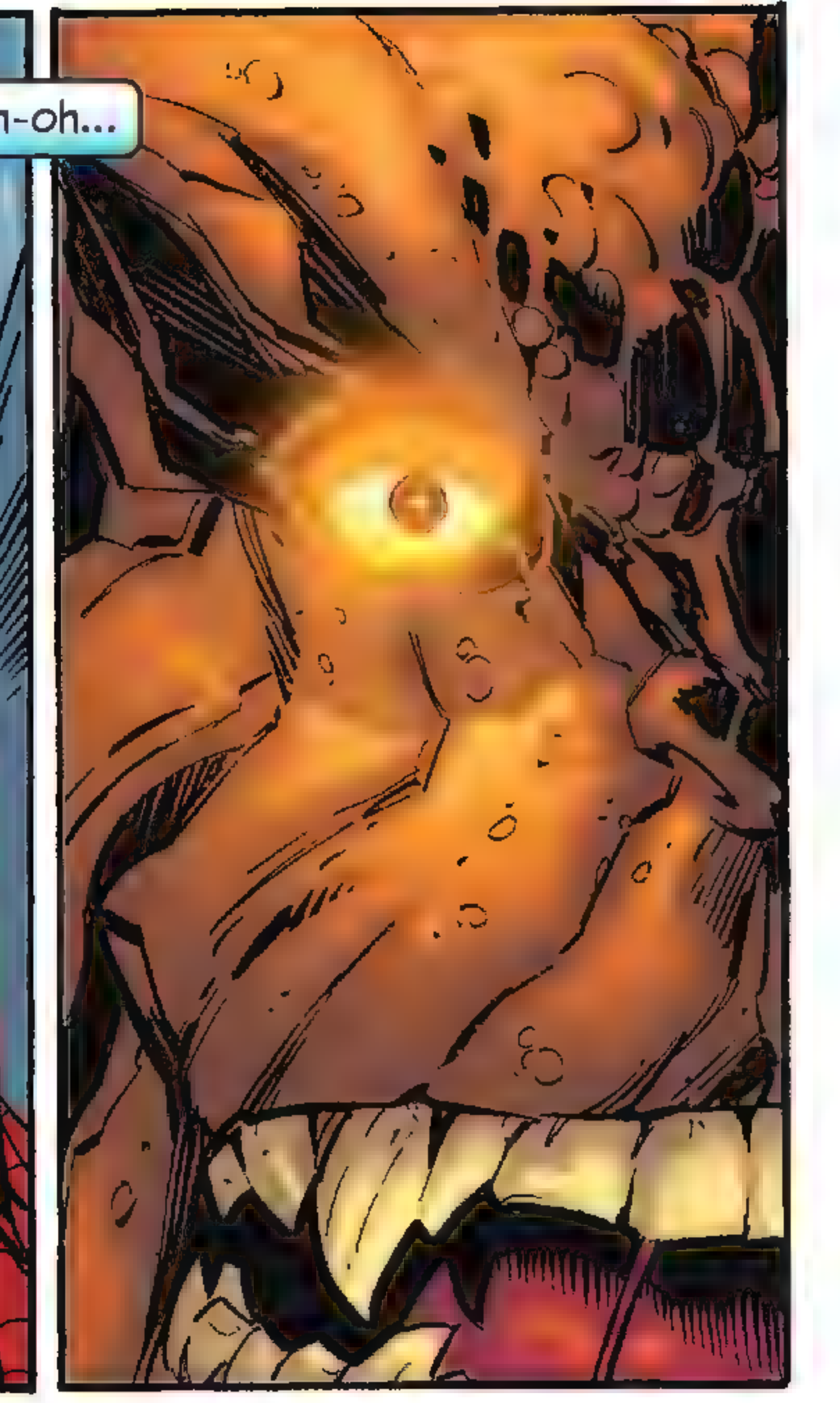


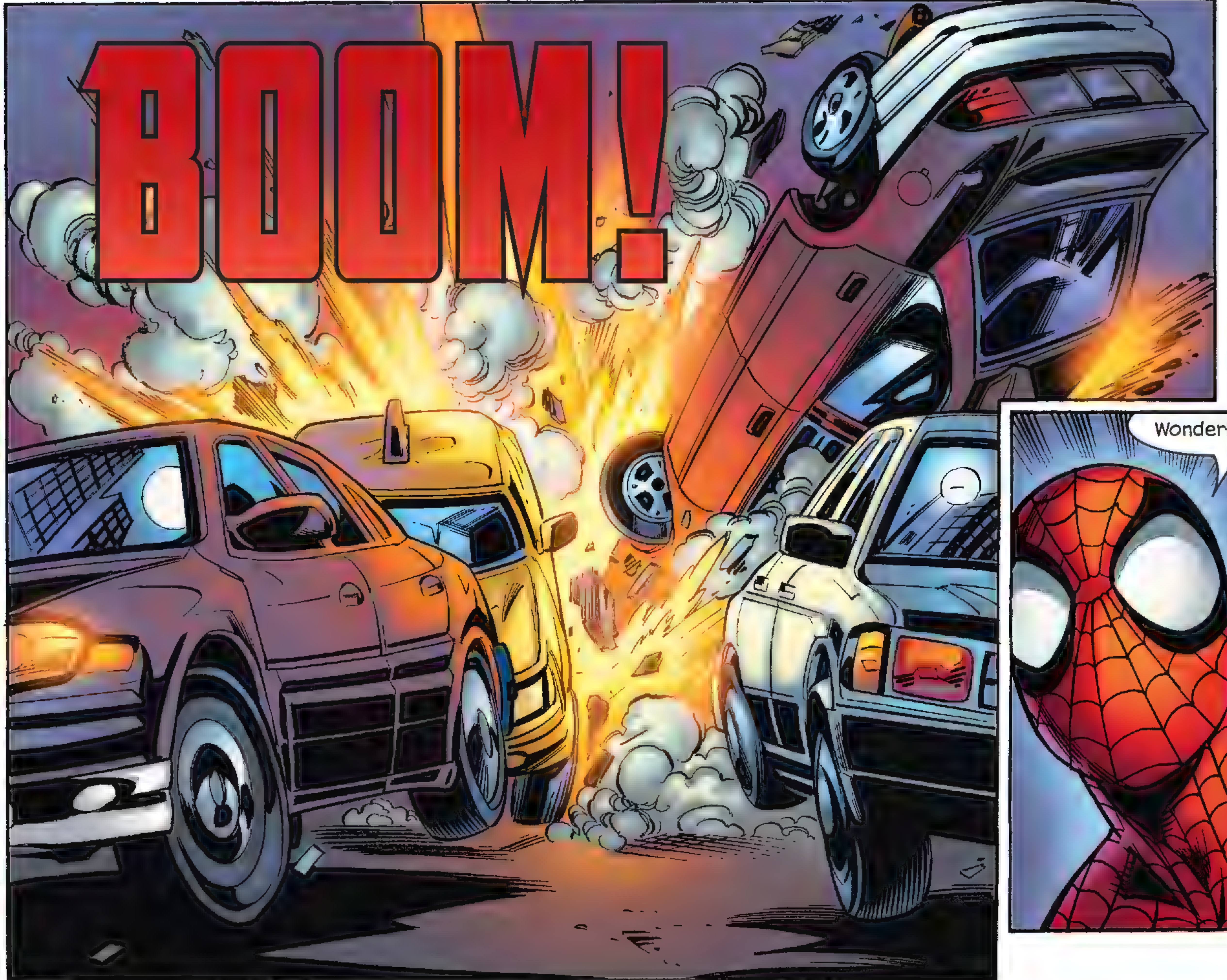
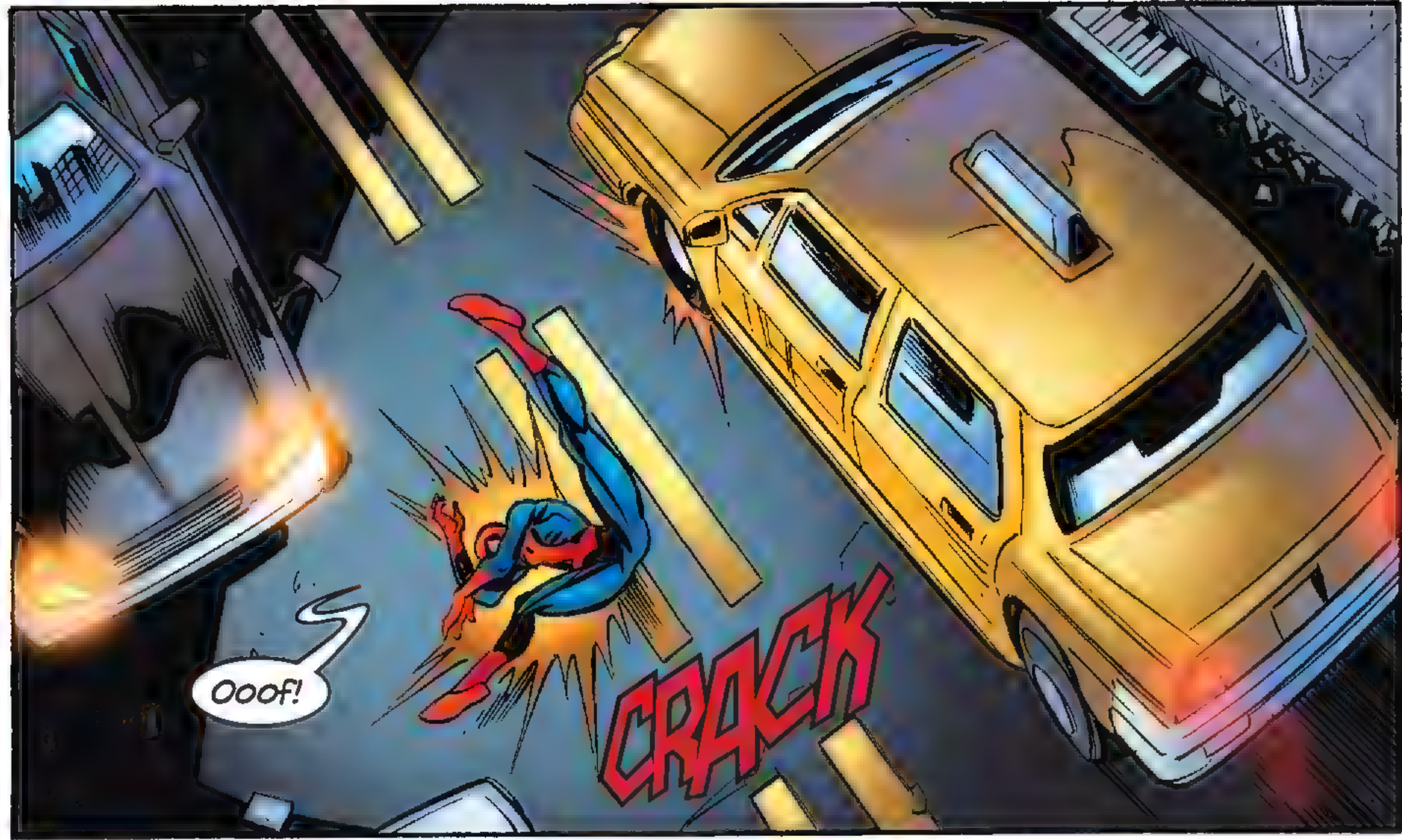
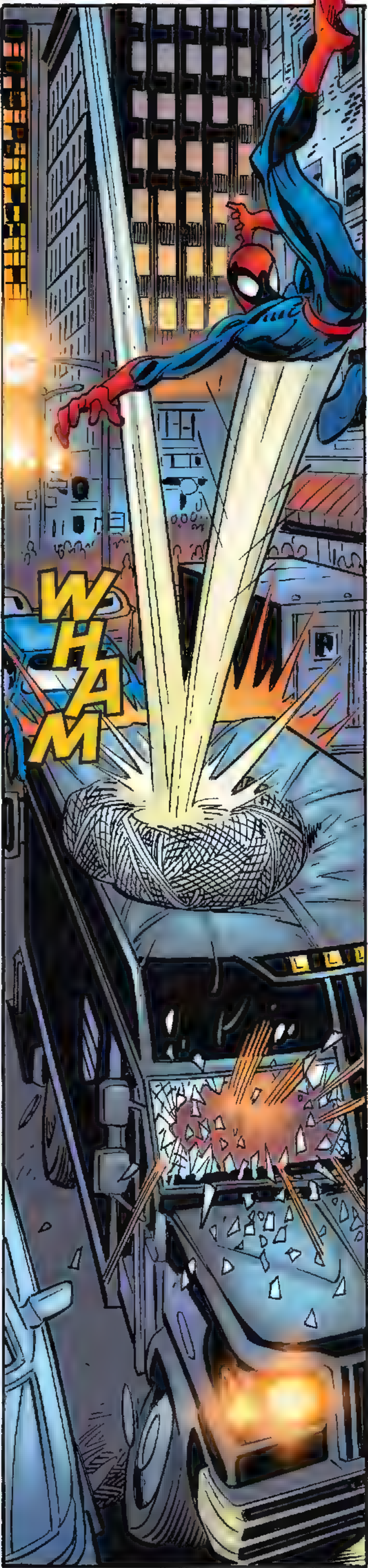
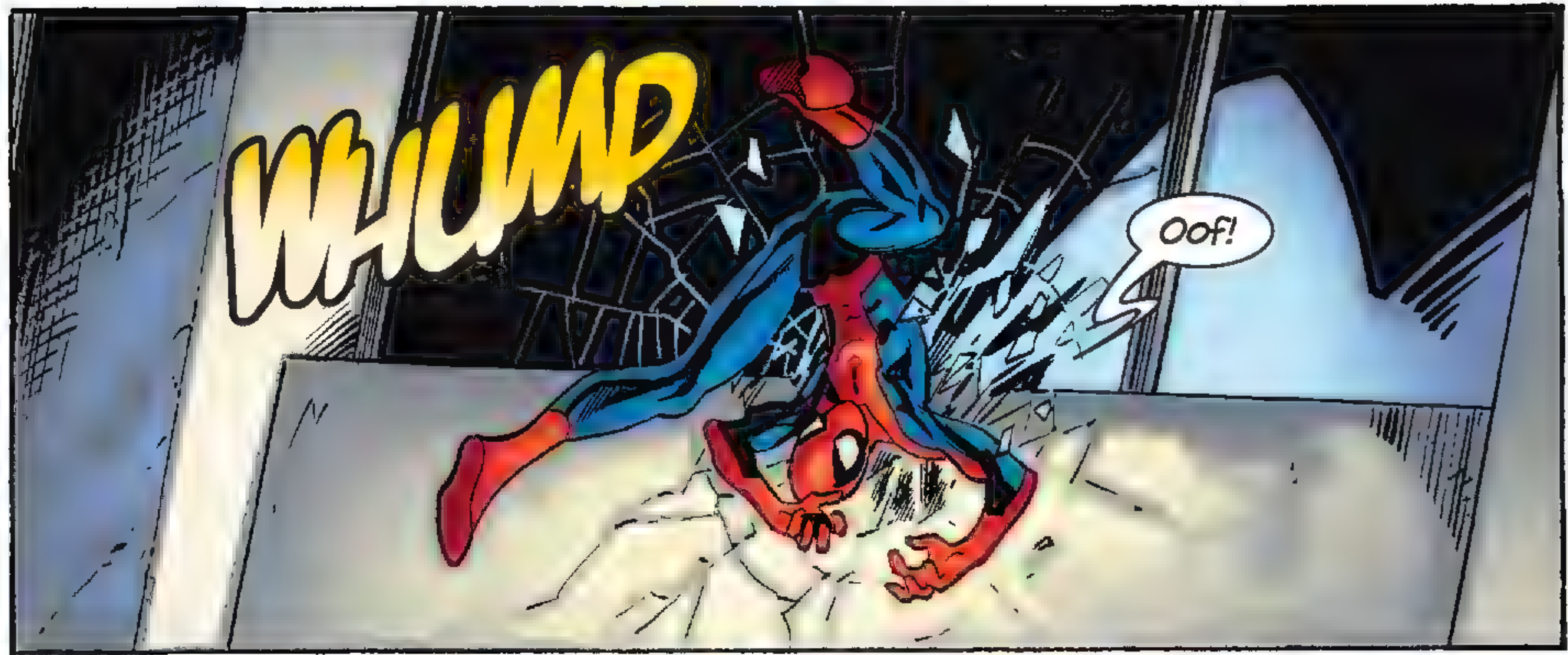
FAP

Why would Harry want to fight me, I haven't done anything to- ARGH!



Uh-oh...







He's *not*
a villain.

He's *not*
his father.

He's my
friend.

He's
hurting.

He's just
a guy.

Like me.

I don't know
what I'm supposed
to do here.

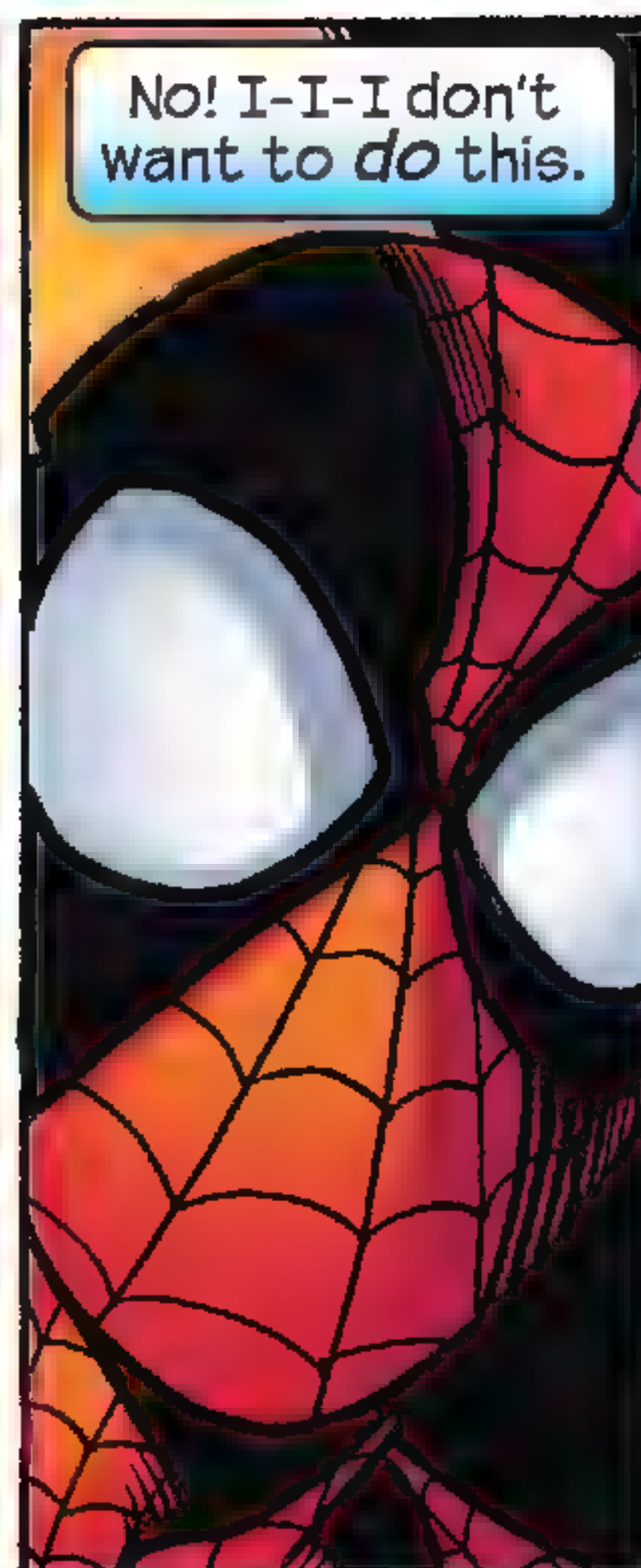
I need to
control
this.



I need to
calm this down
and deal with it.

I need to find
out what has
happened here.

I need
to--



No! I-I-I don't
want to *do* this.



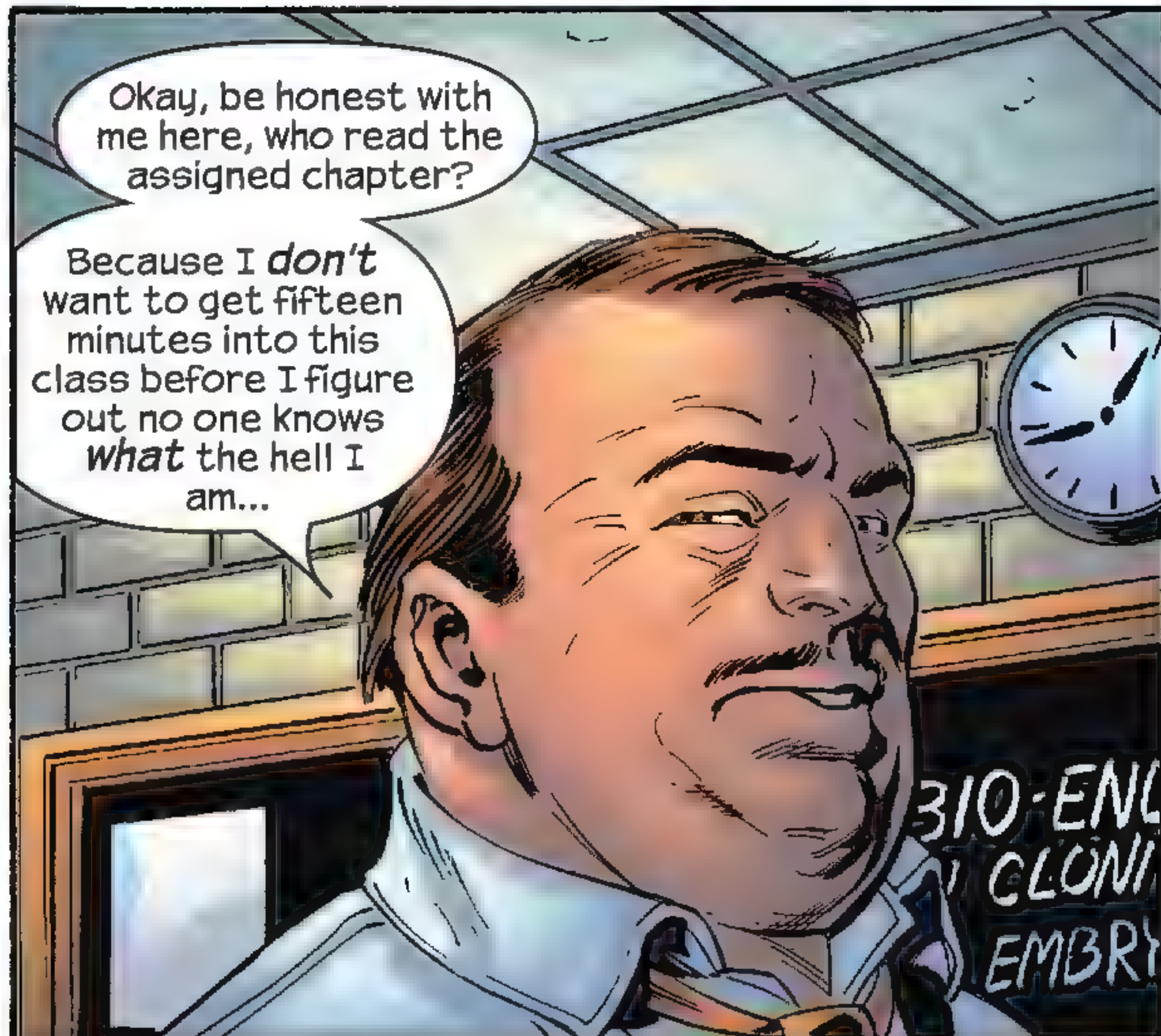
I just- I just want
things to go back
to where they--

--used
to--

--be.

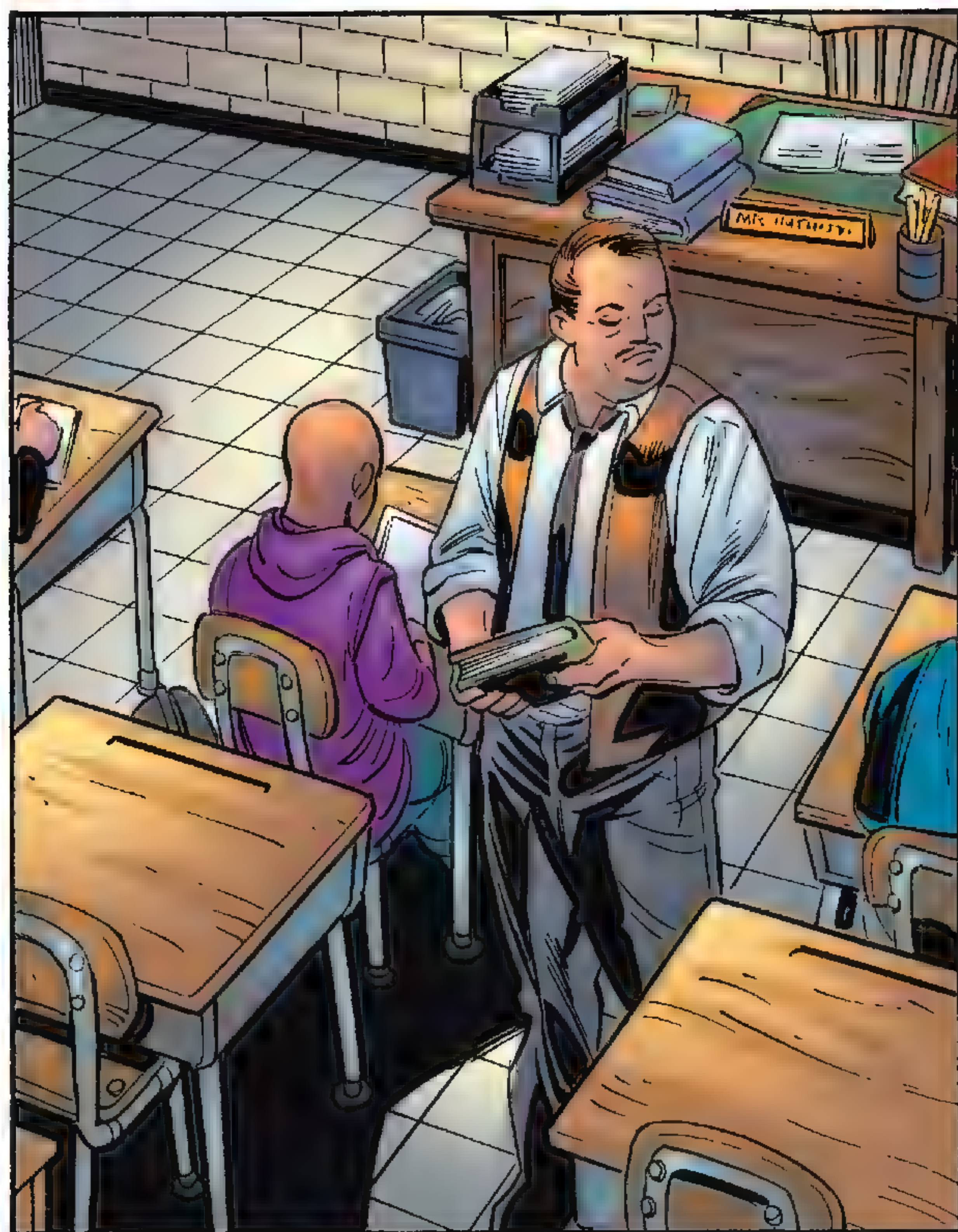


Okay, get out your biology textbooks and let's go over what you were *supposed* to read last night.



Okay, be honest with me here, who read the assigned chapter?

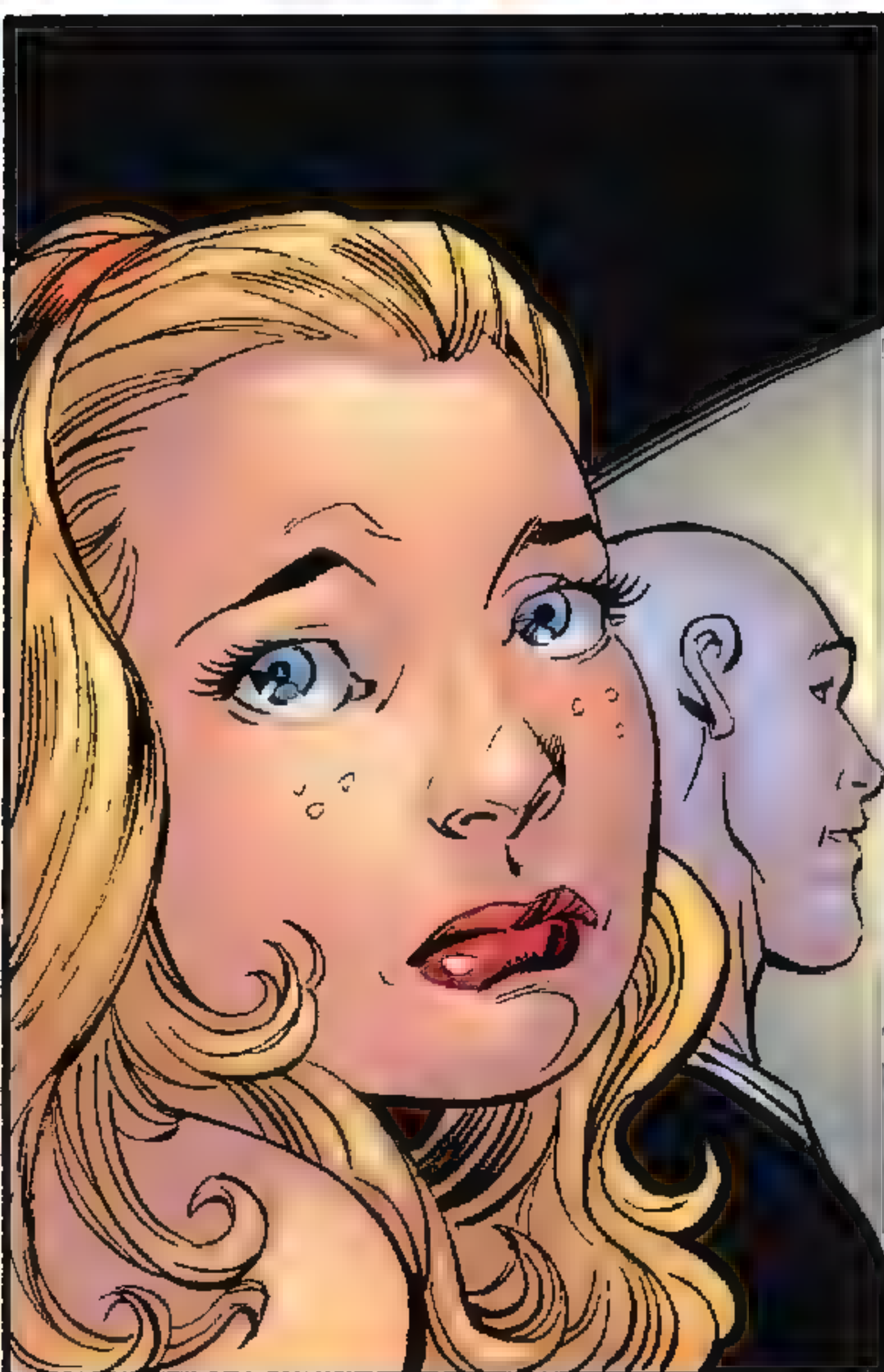
Because I *don't* want to get fifteen minutes into this class before I figure out no one knows *what* the hell I am...



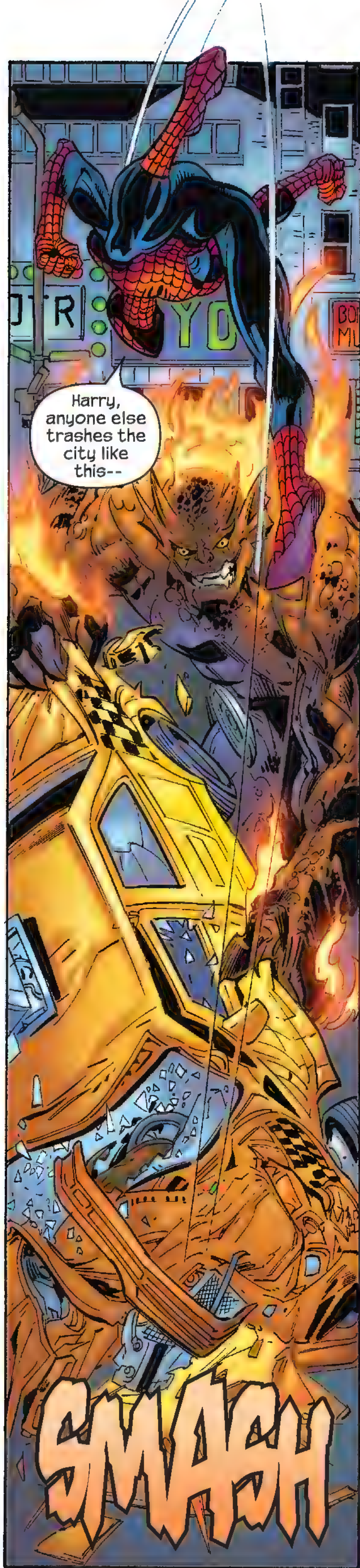
Ligh!

Does anyone know where Mr. Parker and Ms. Watson are?

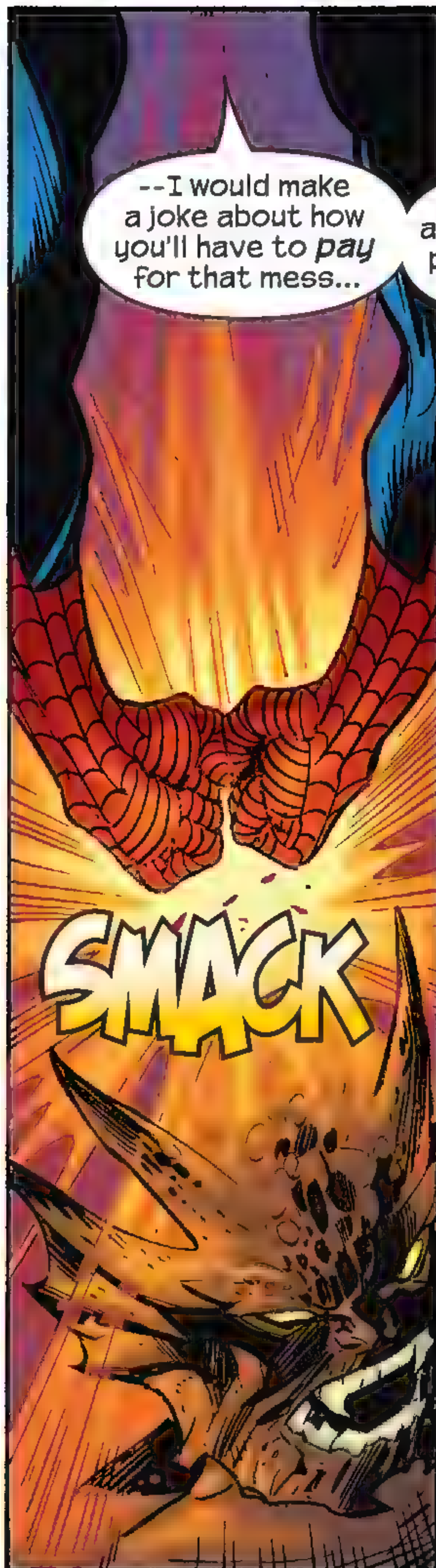
They *were* here before lunch...



Whatever they're doing...hope it's worth the detention.



Harry,
anyone else
trashes the
city like
this--



--I would make
a joke about how
you'll have to *pay*
for that mess...

But you
actually *can*
pay for this
mess.

SMACK



FRUUGHHH...



Yeah,
I'm up
here...



Harry...I'm
not doing
this.

I can
help
you.

I *really*
can. I'm not
just saying
that.

I didn't
know you were
dealing with this.
I had no idea.

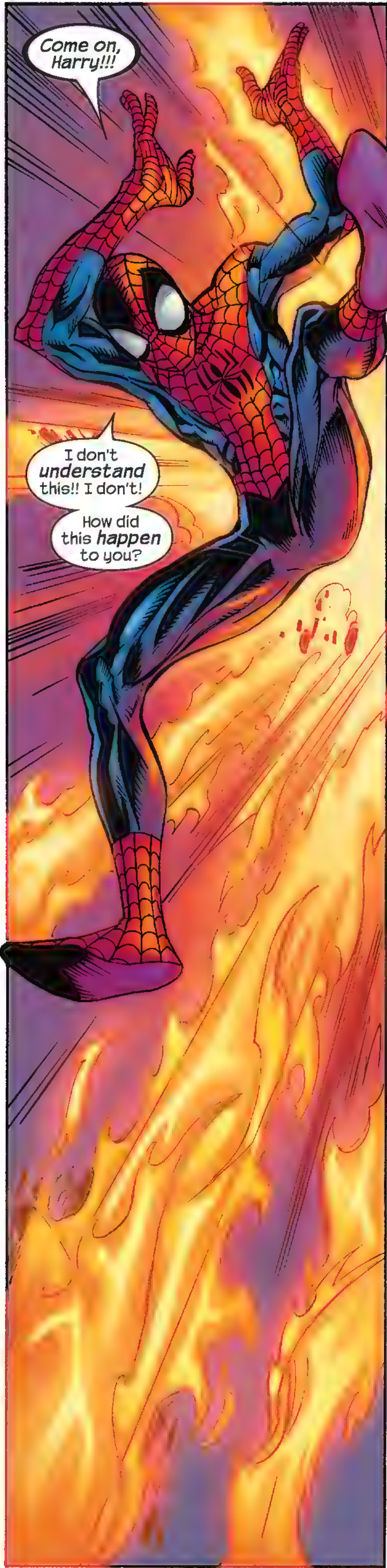
Just power
down, or- or
calm down, just
stop and talk
to me.

We're
friends.

Can you
hear me? Do you
understand
me?



HAARRGH!!



Come on, Harry!!!

I don't understand this!! I don't!

How did this *happen* to you?



Did your dad do this to you on *purpose*?!

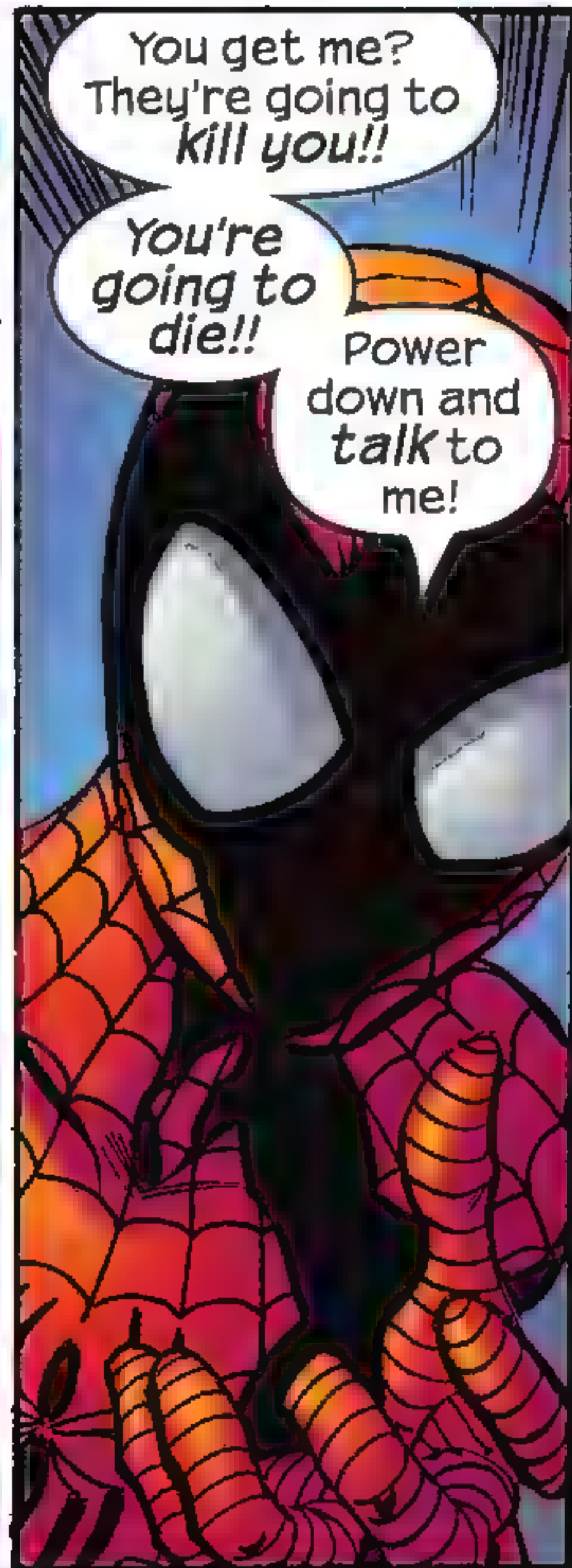
Why would you fight *me*?

I'm not doing it! I'm not going to fight you!!



Take a second and get hold of yourself.

Because if you don't- no joke- the cops or- or the *Ultimates* are going to come here and they are going to *kill* you!!



You get me? They're going to *kill* you!!

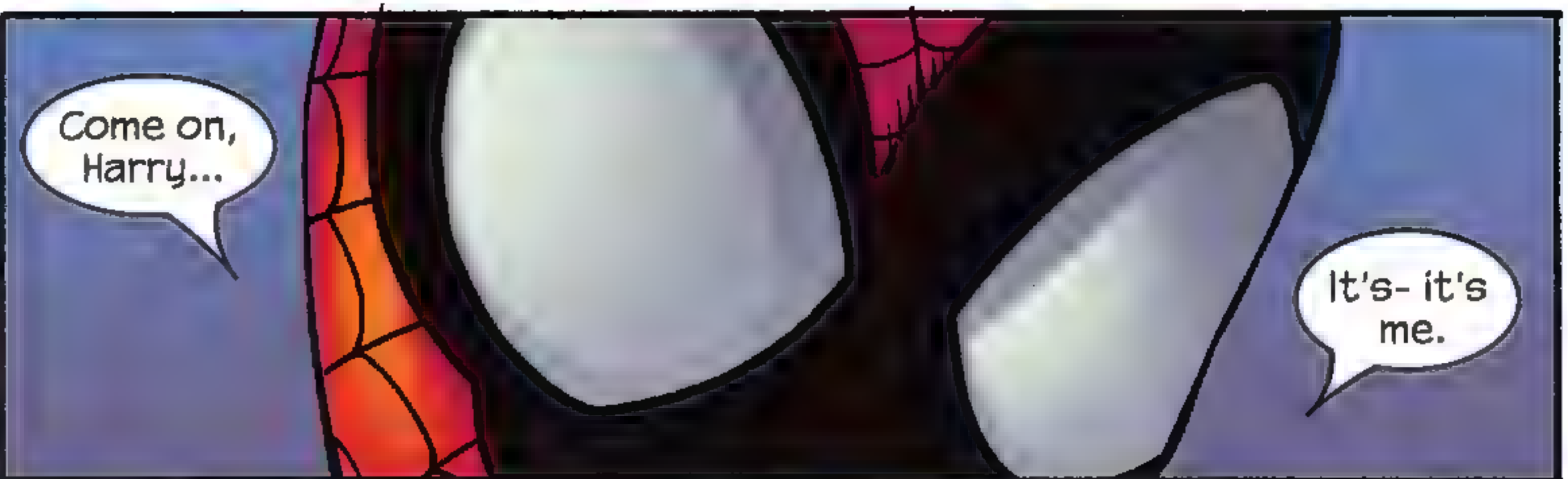
You're going to *die*!!

Power down and *talk* to me!



Oh no, don't tell me you're going to wussy out *now*?

This ship has *sailed*!



Come on, Harry...

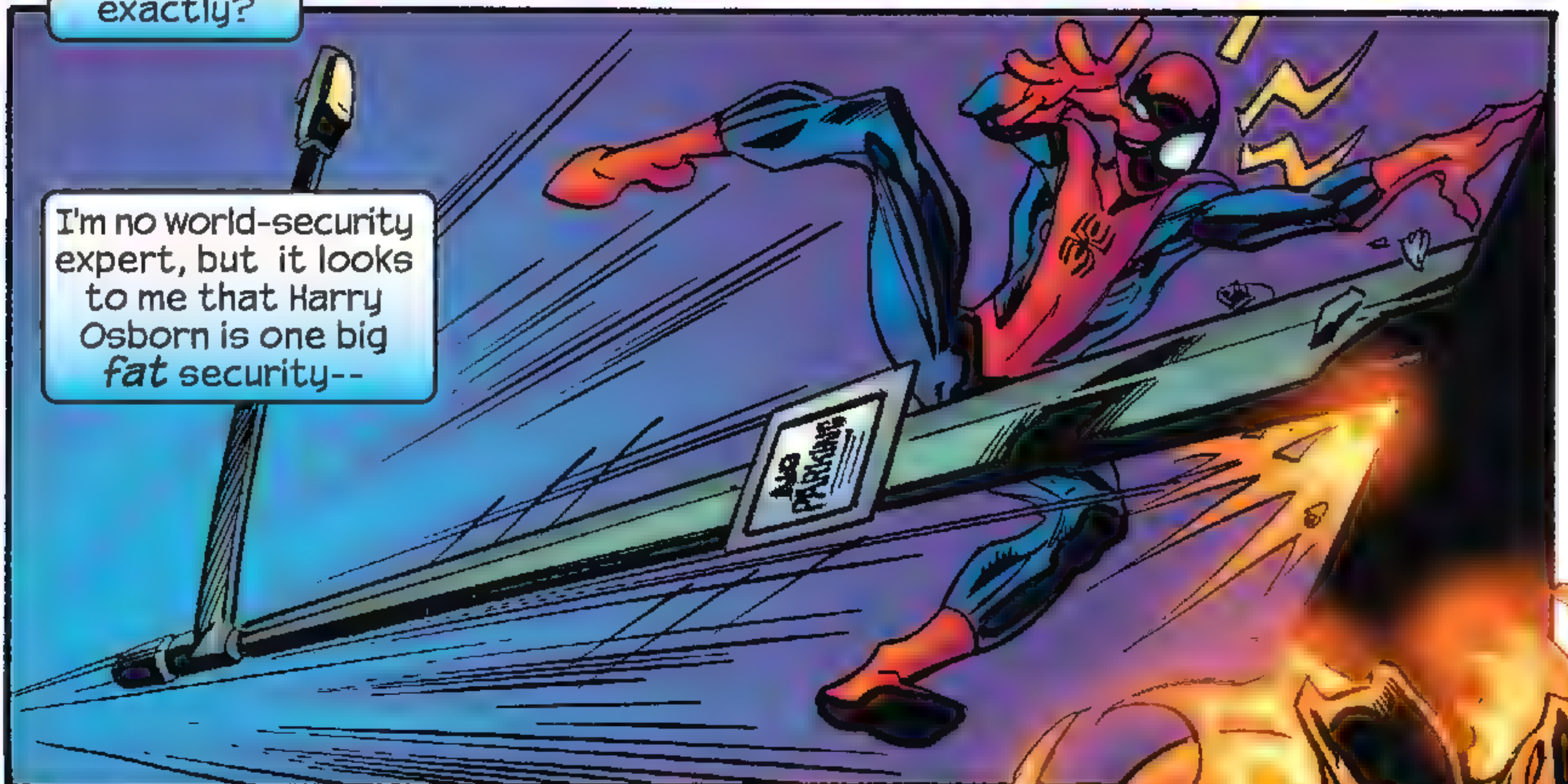
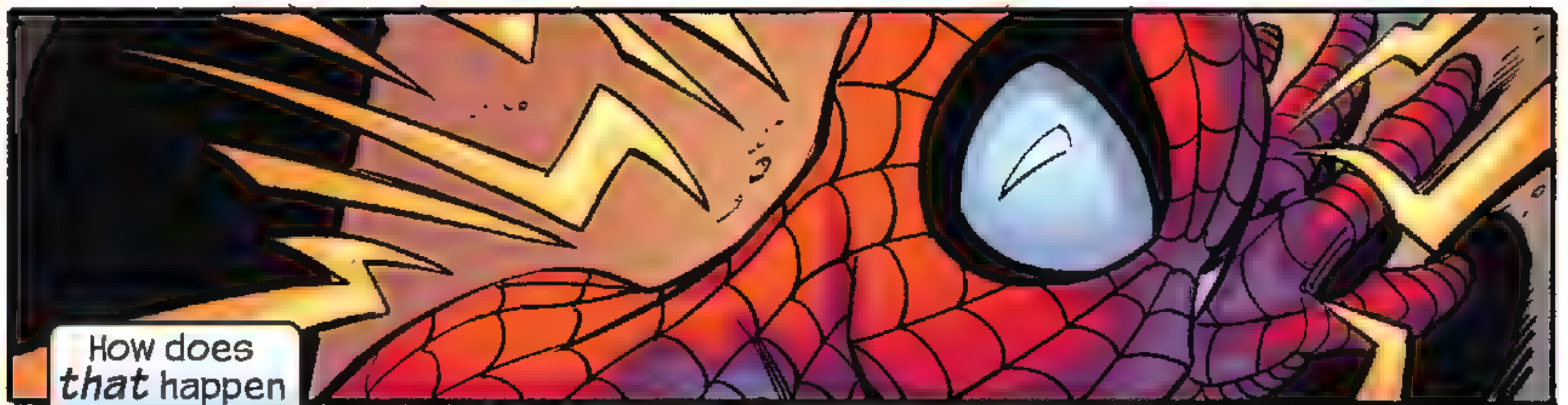
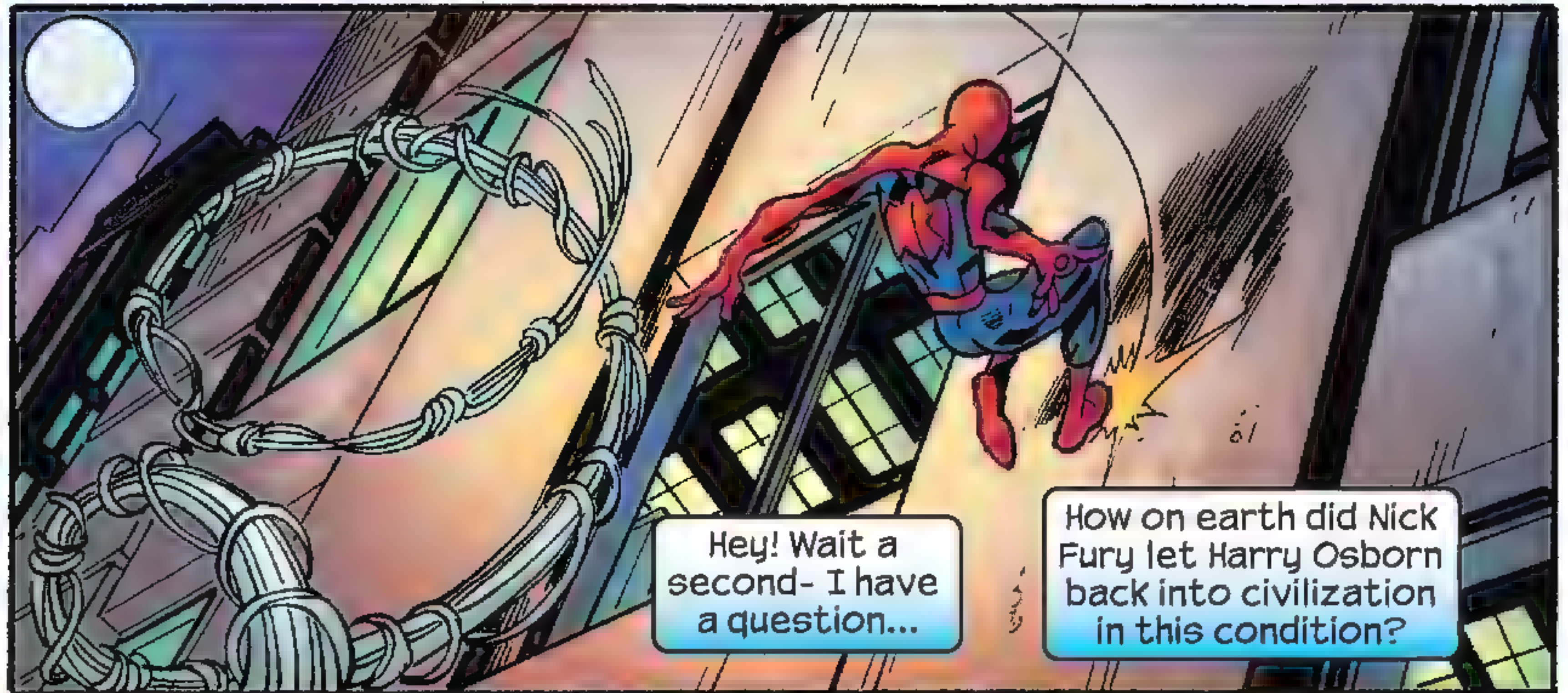
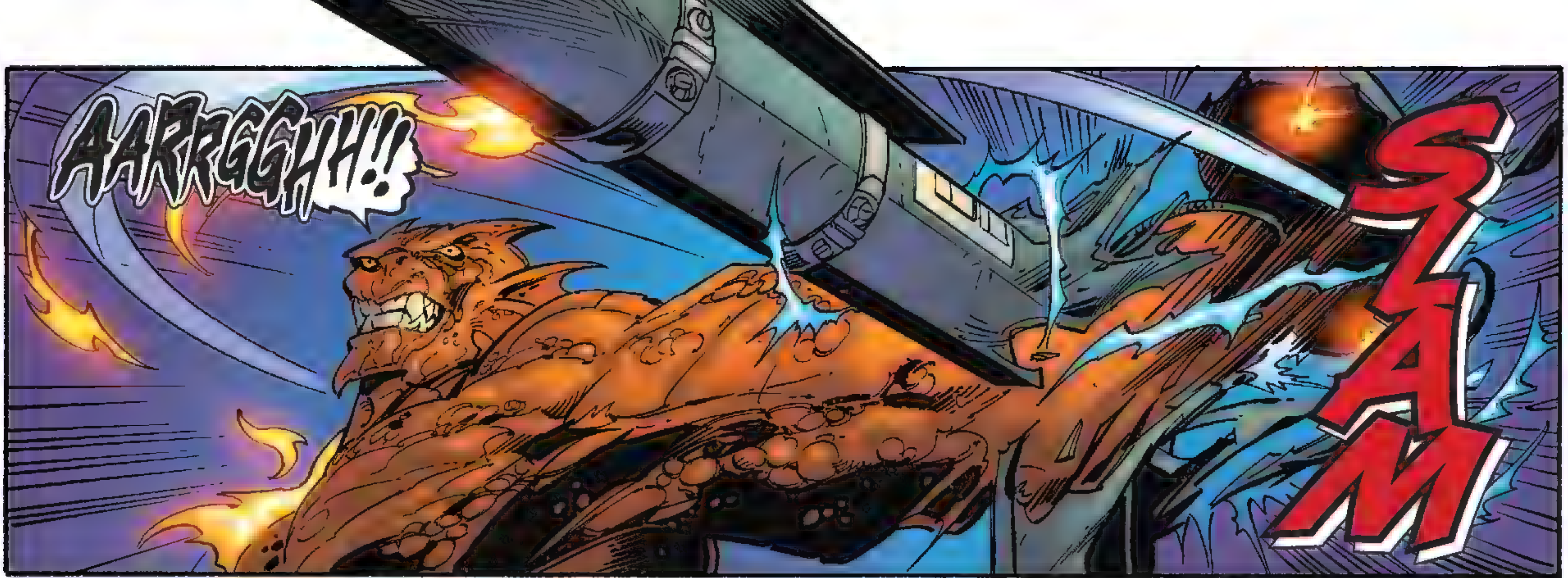
It's- it's me.

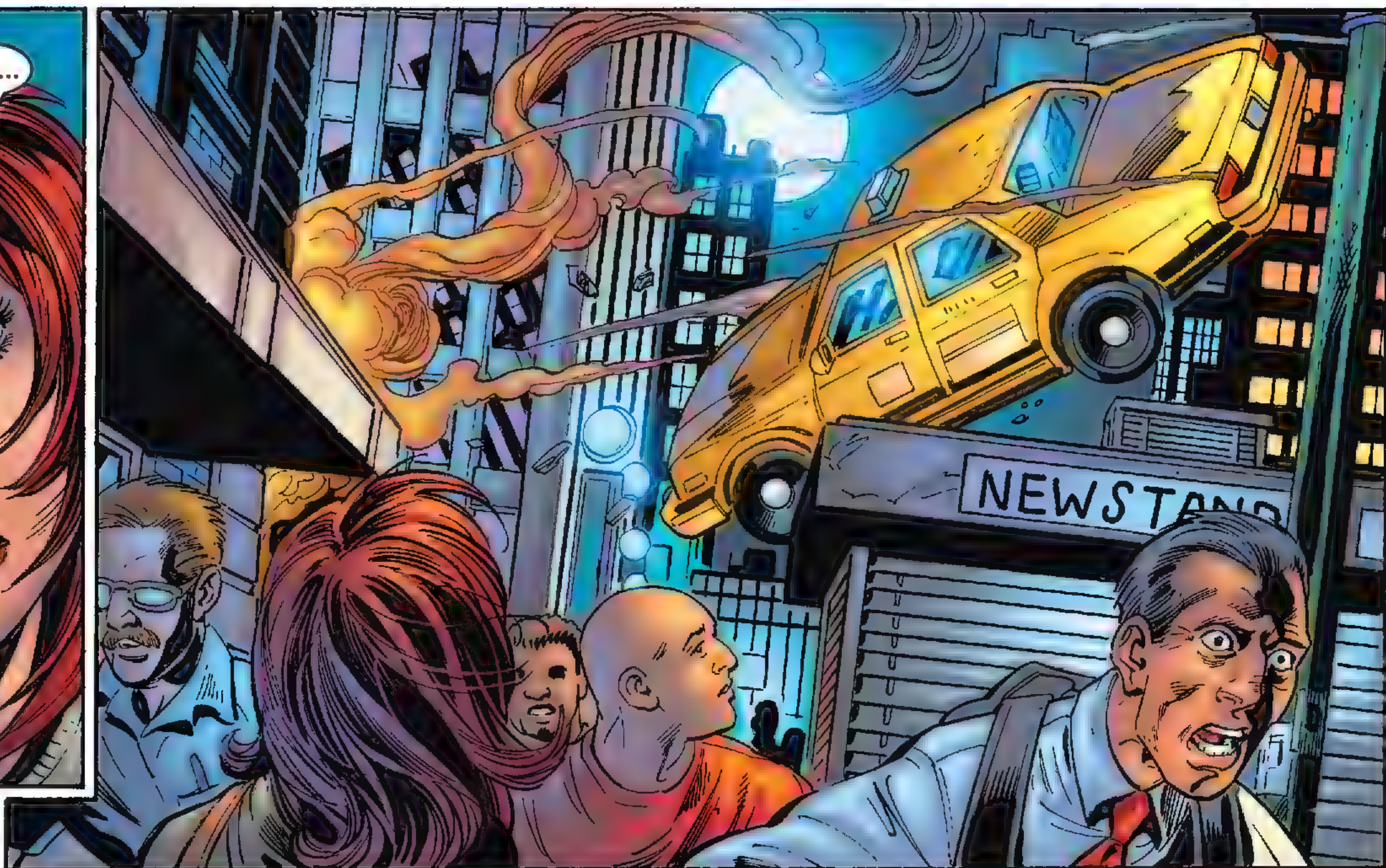
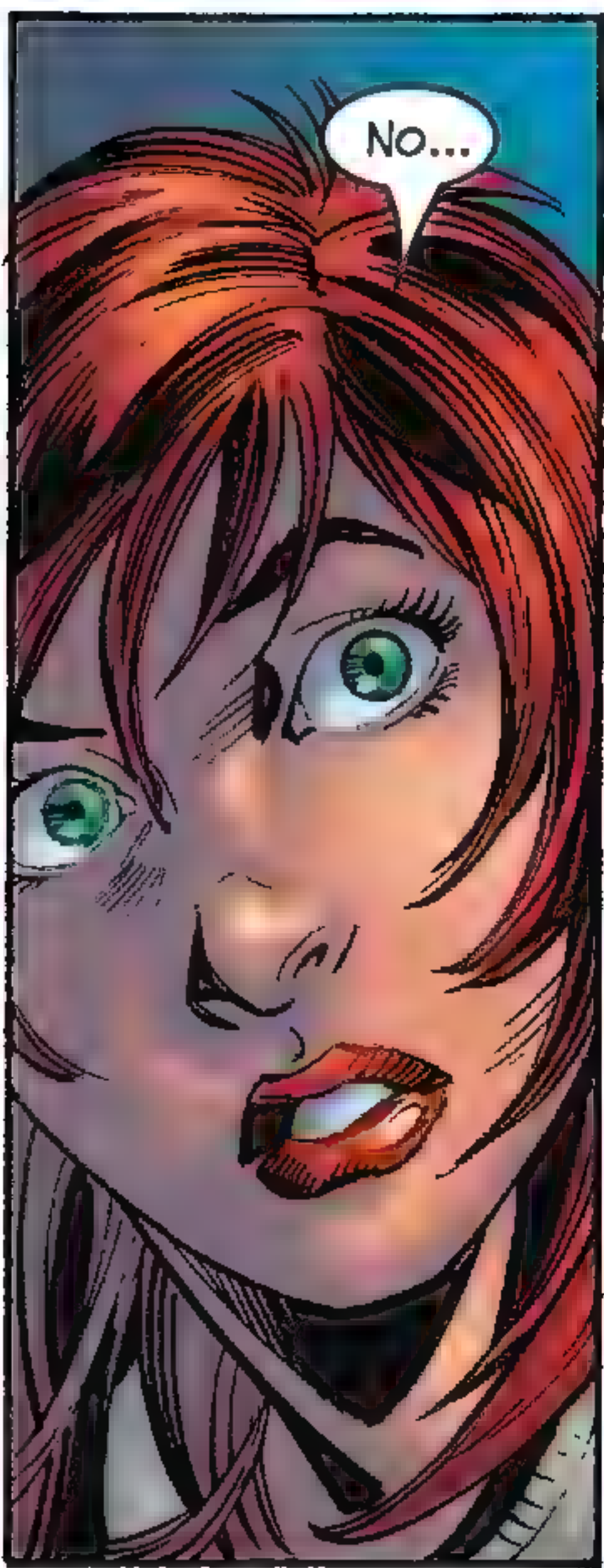


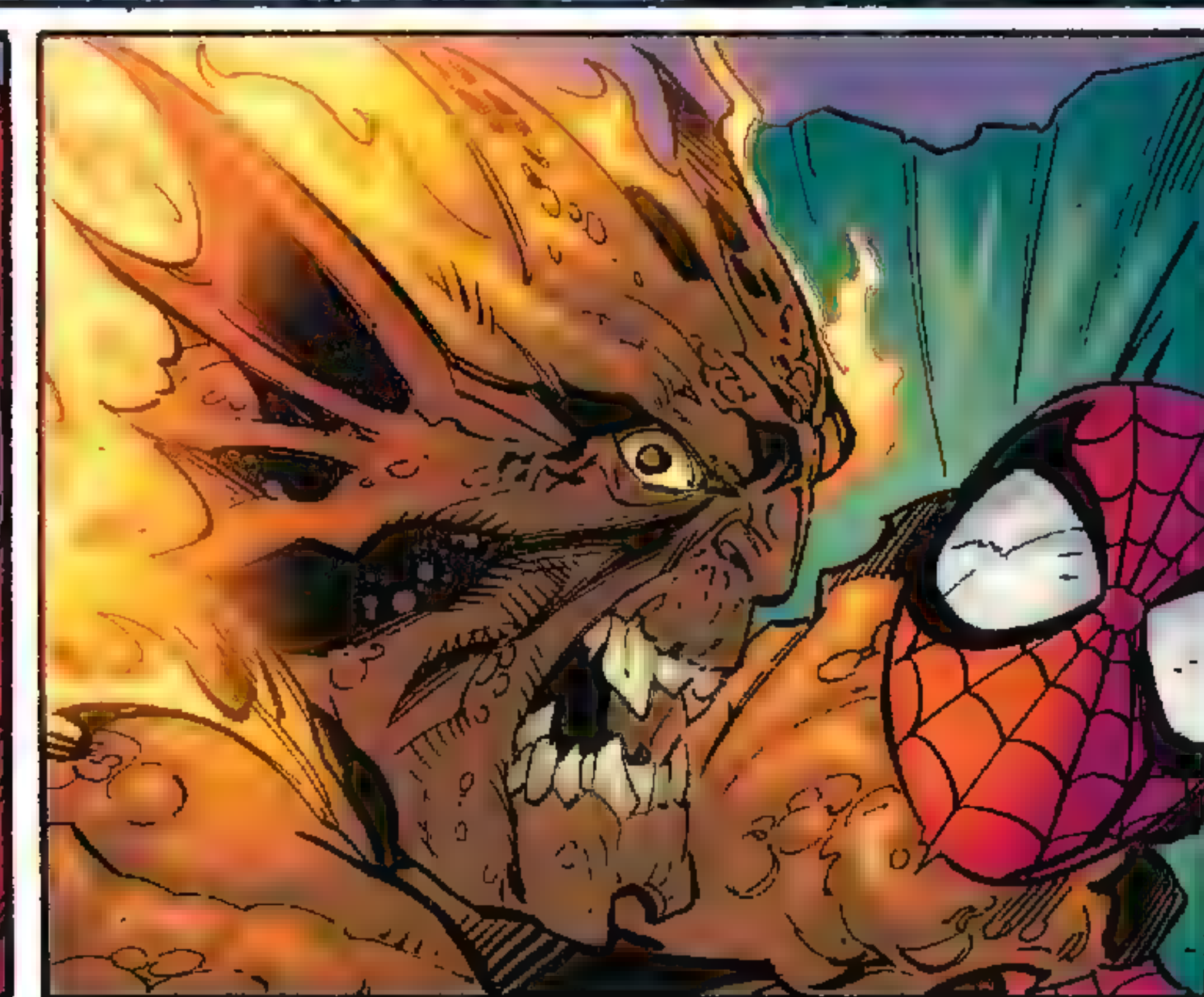
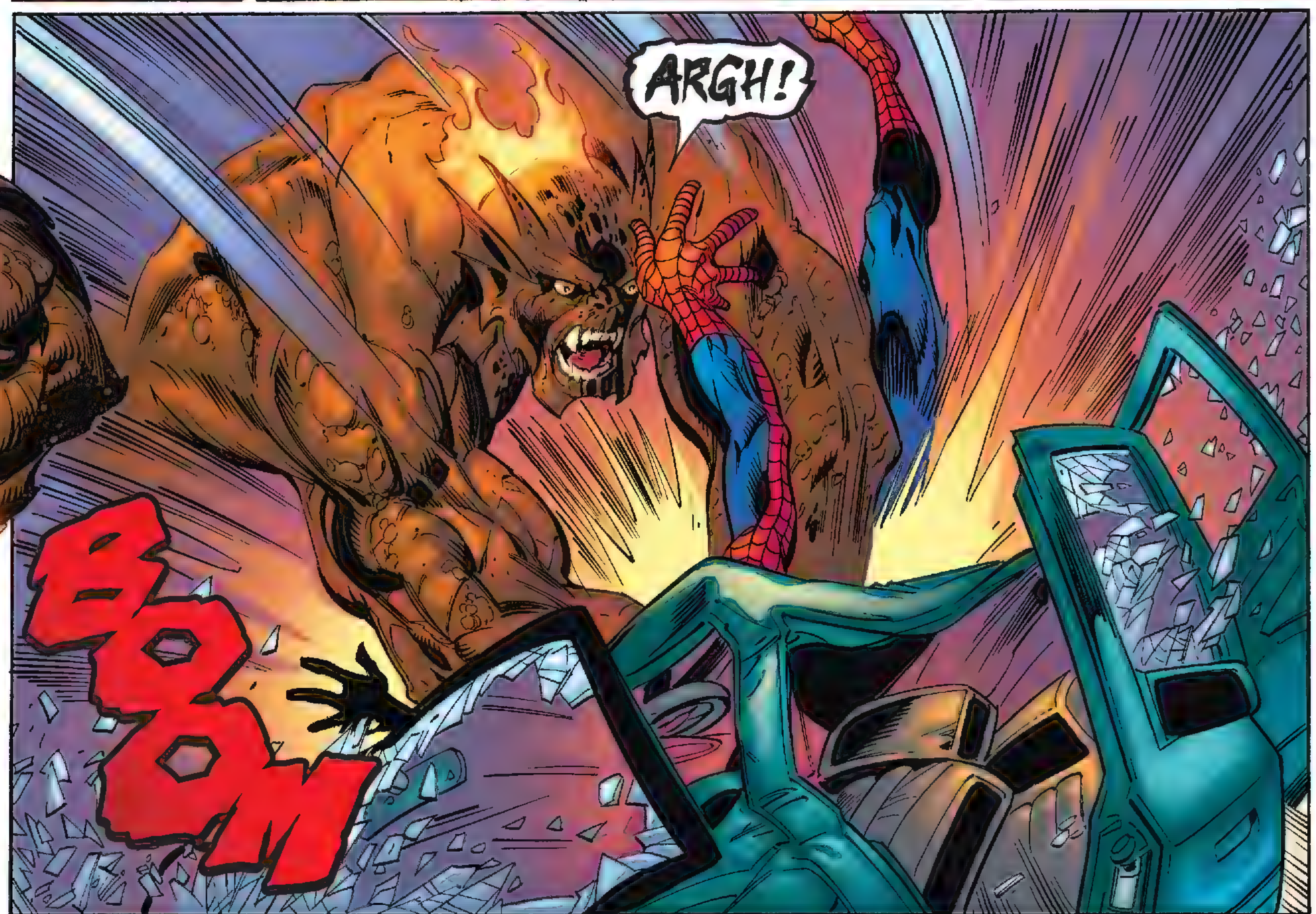
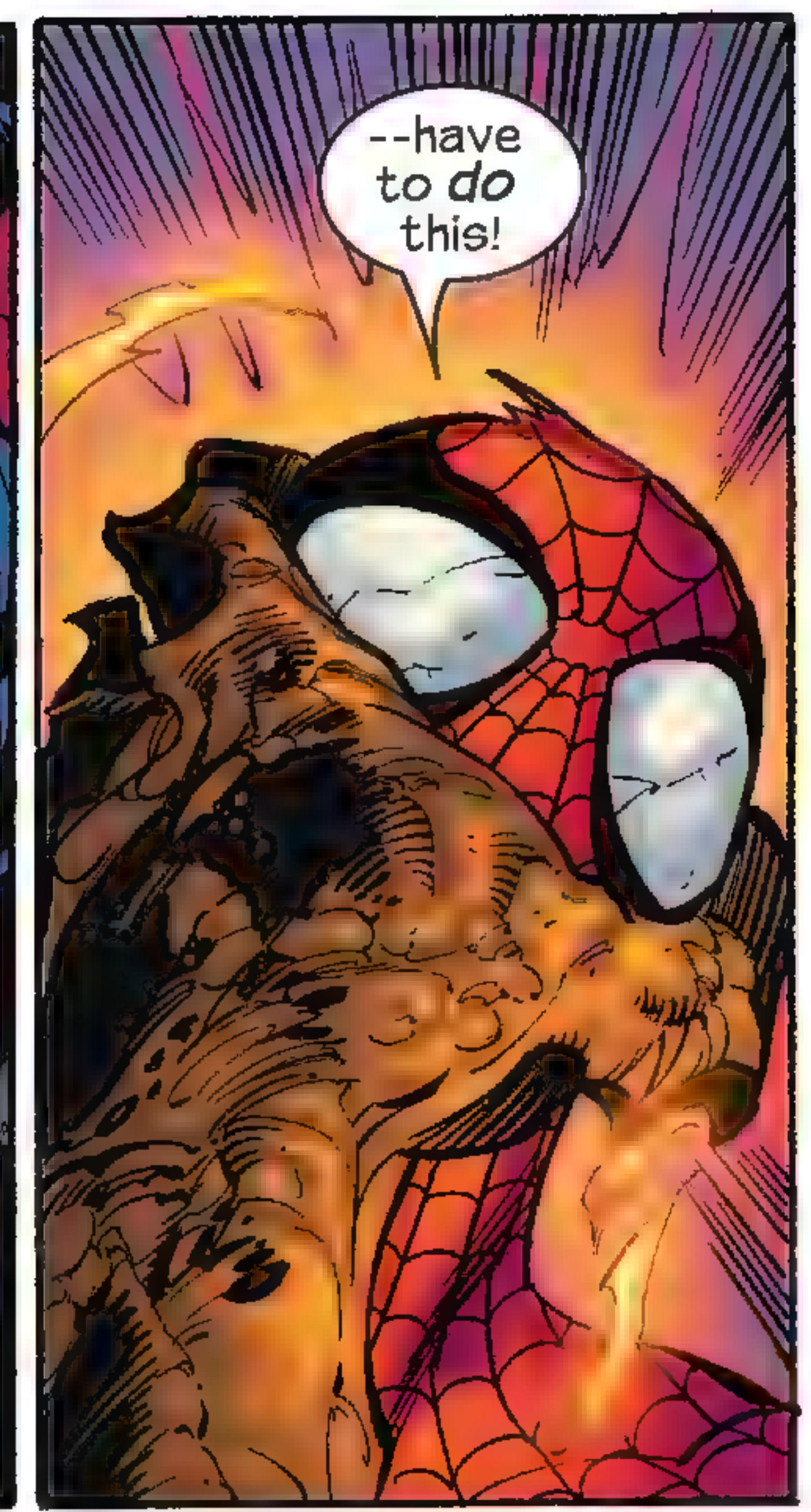
THIS ENDS ONE WAY!!

YOU KNOW WHAT YOU HAVE TO DO!!

DO IT!!





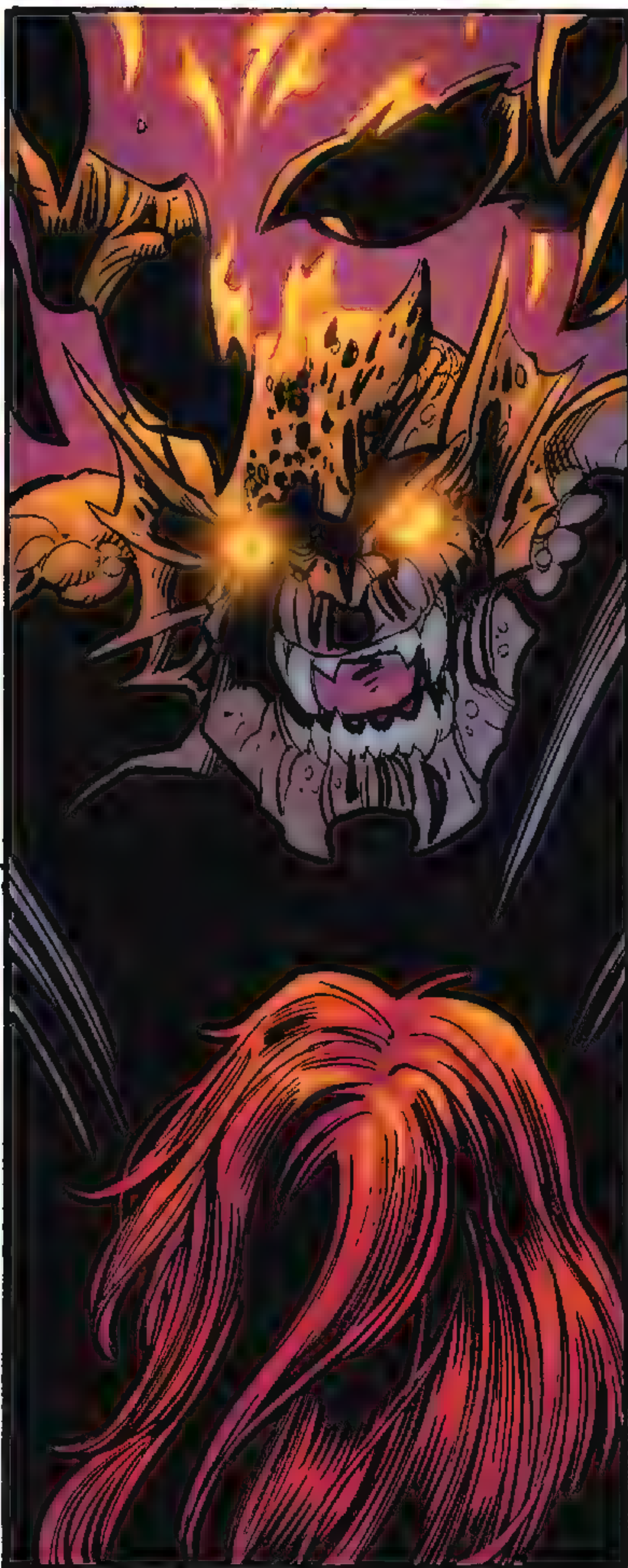


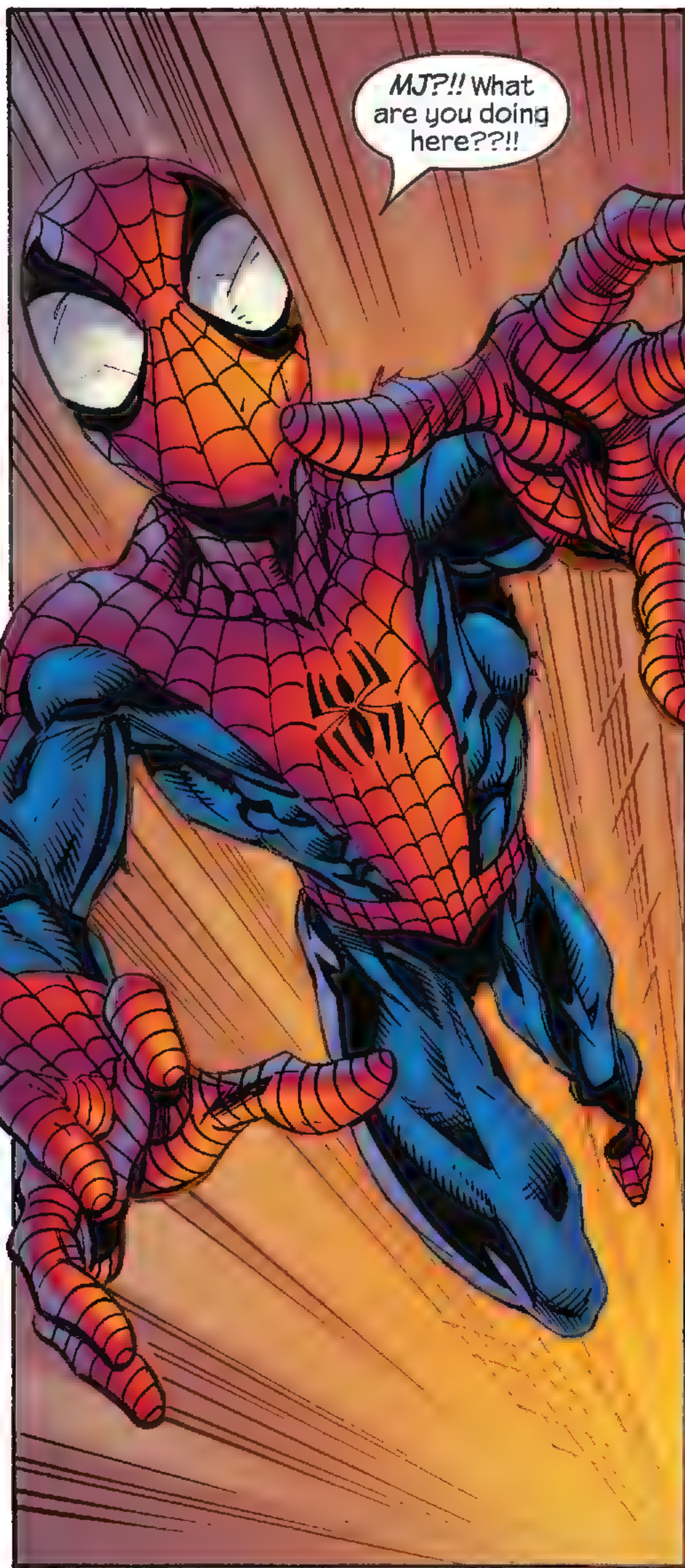
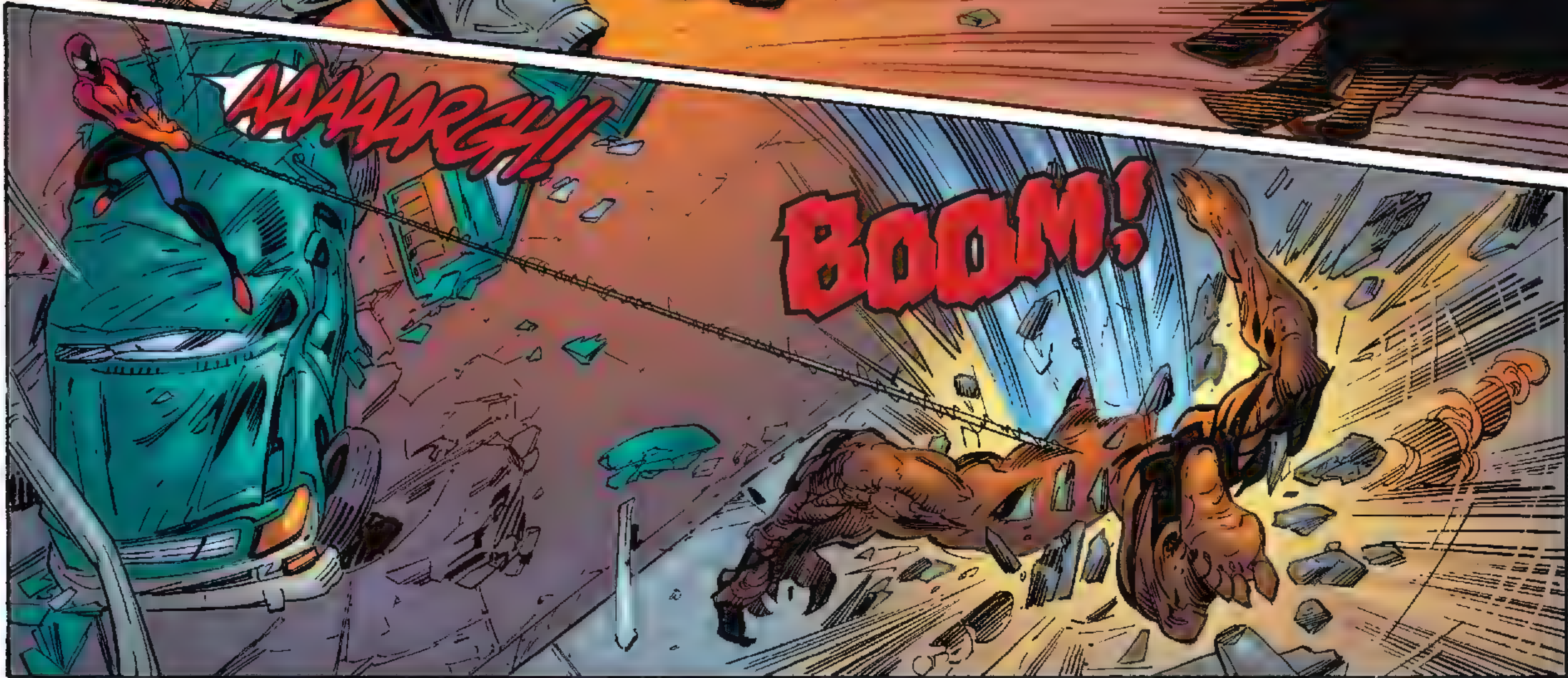
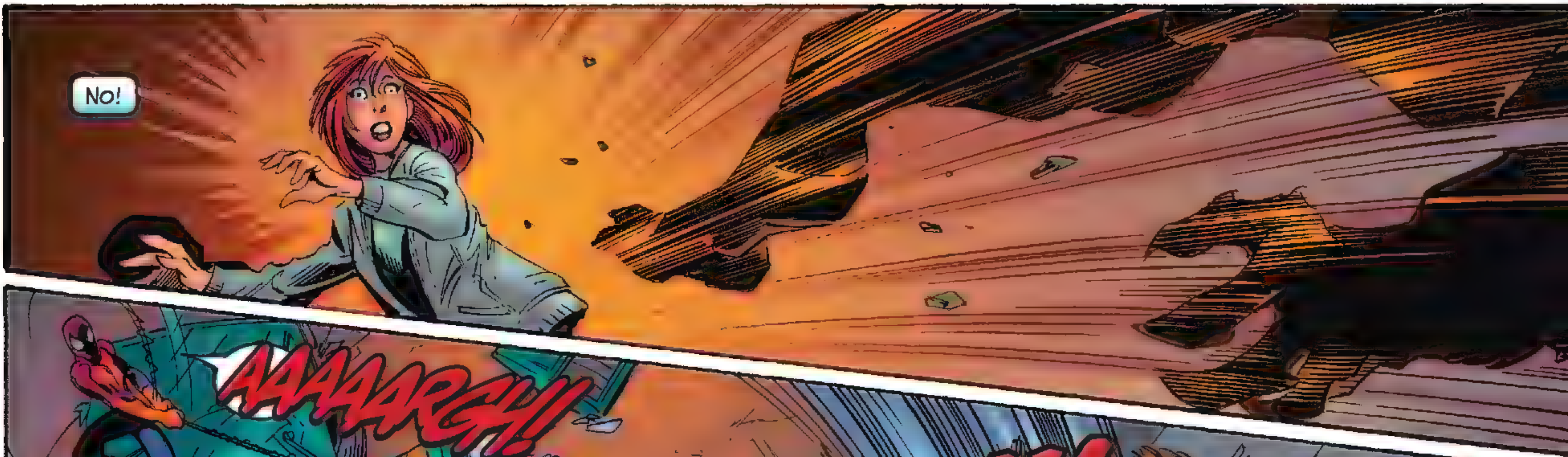


Oh God- oh no...

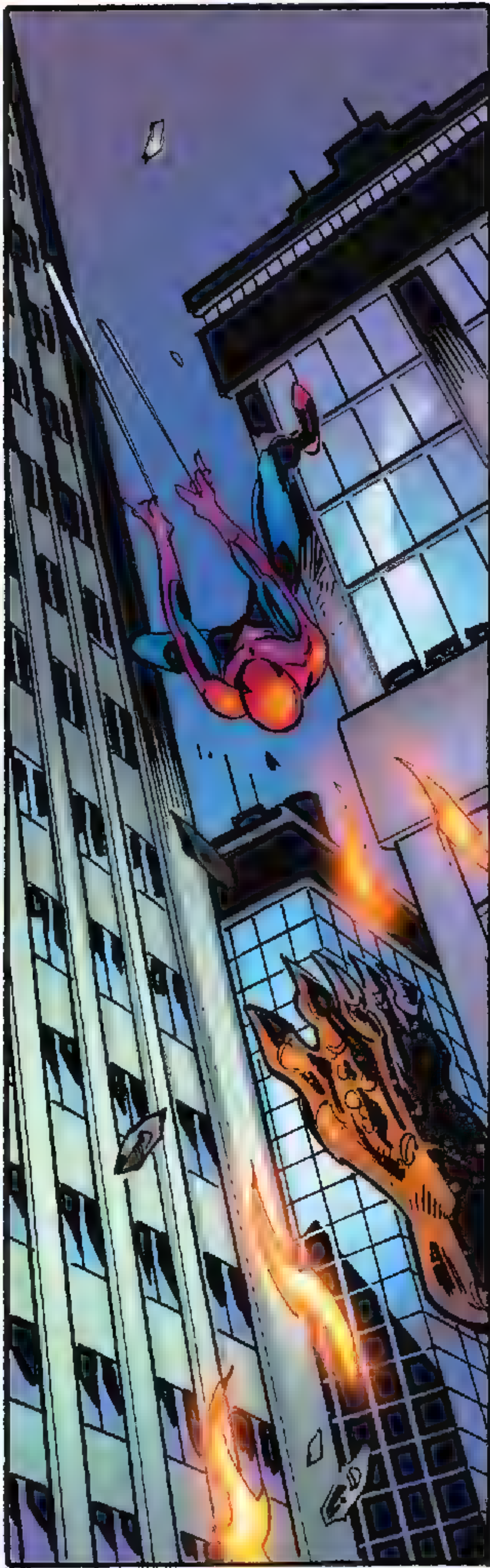
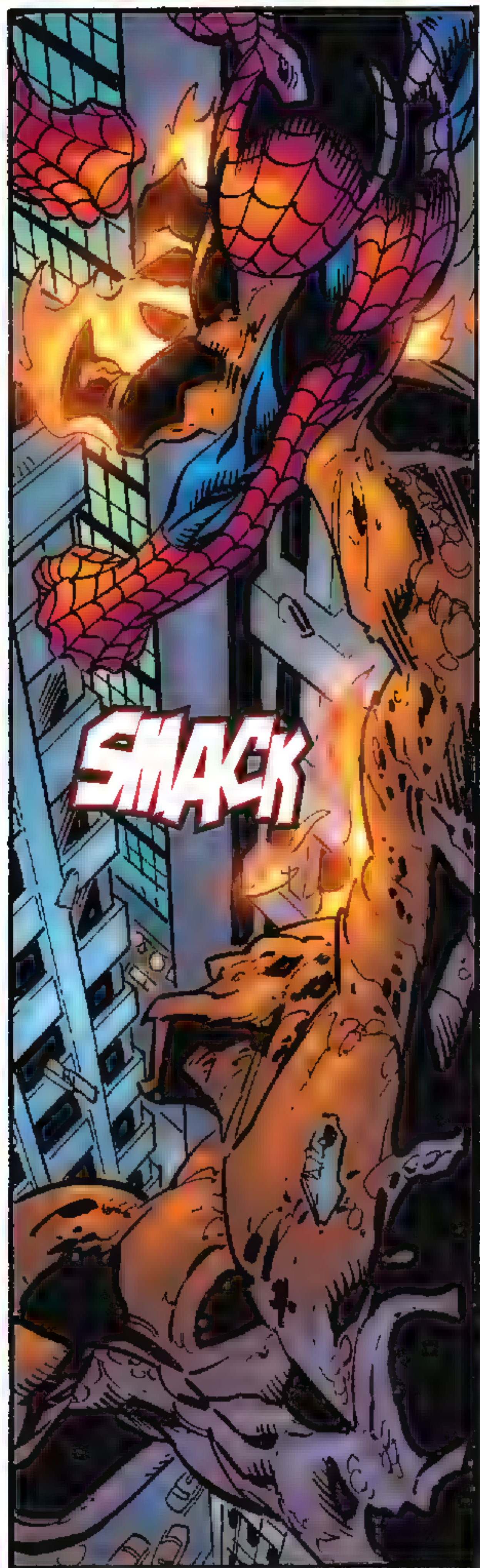
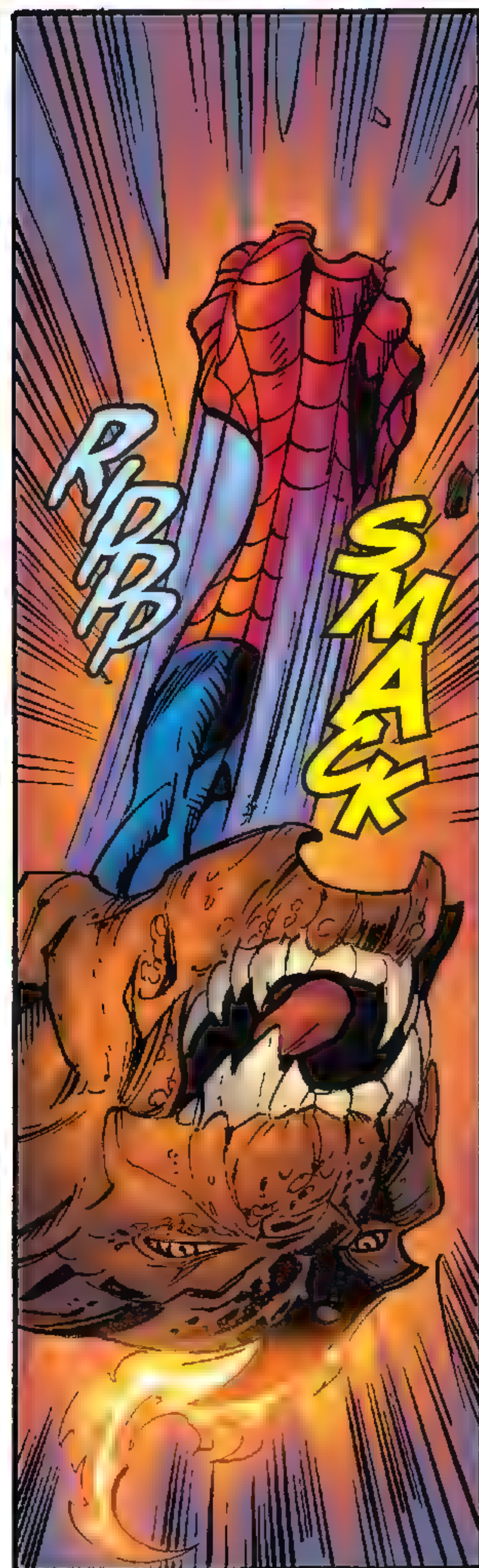
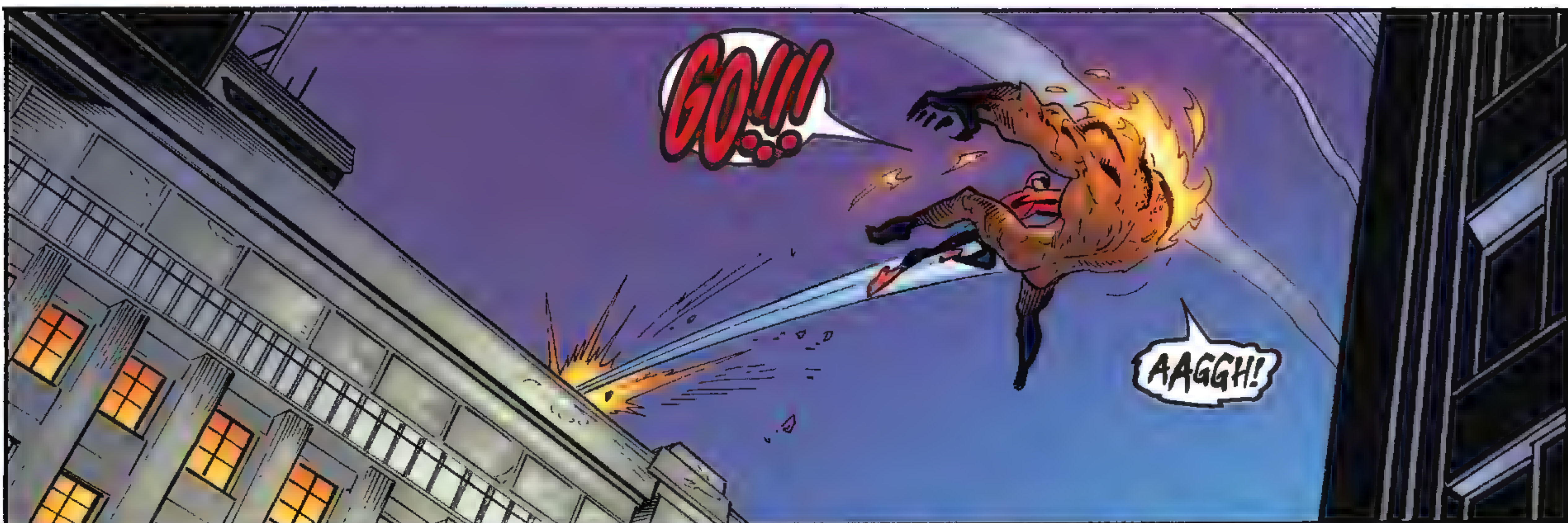
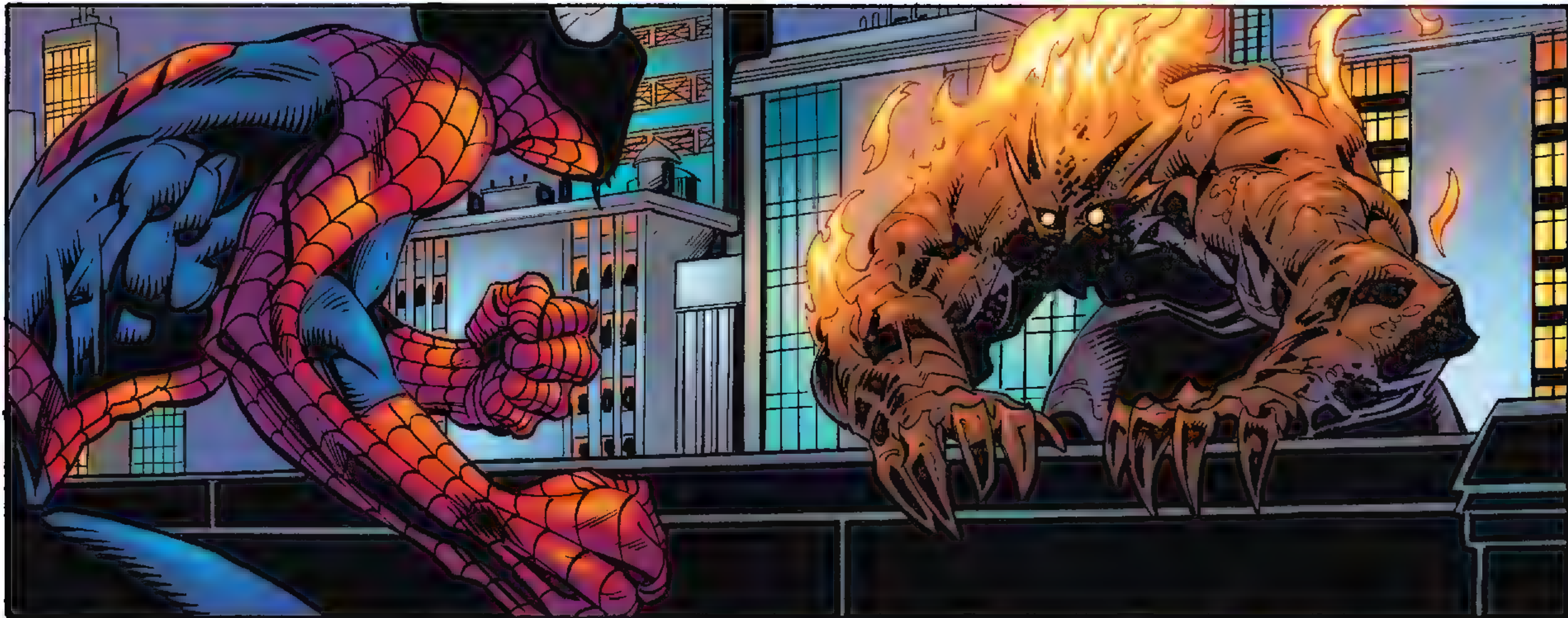


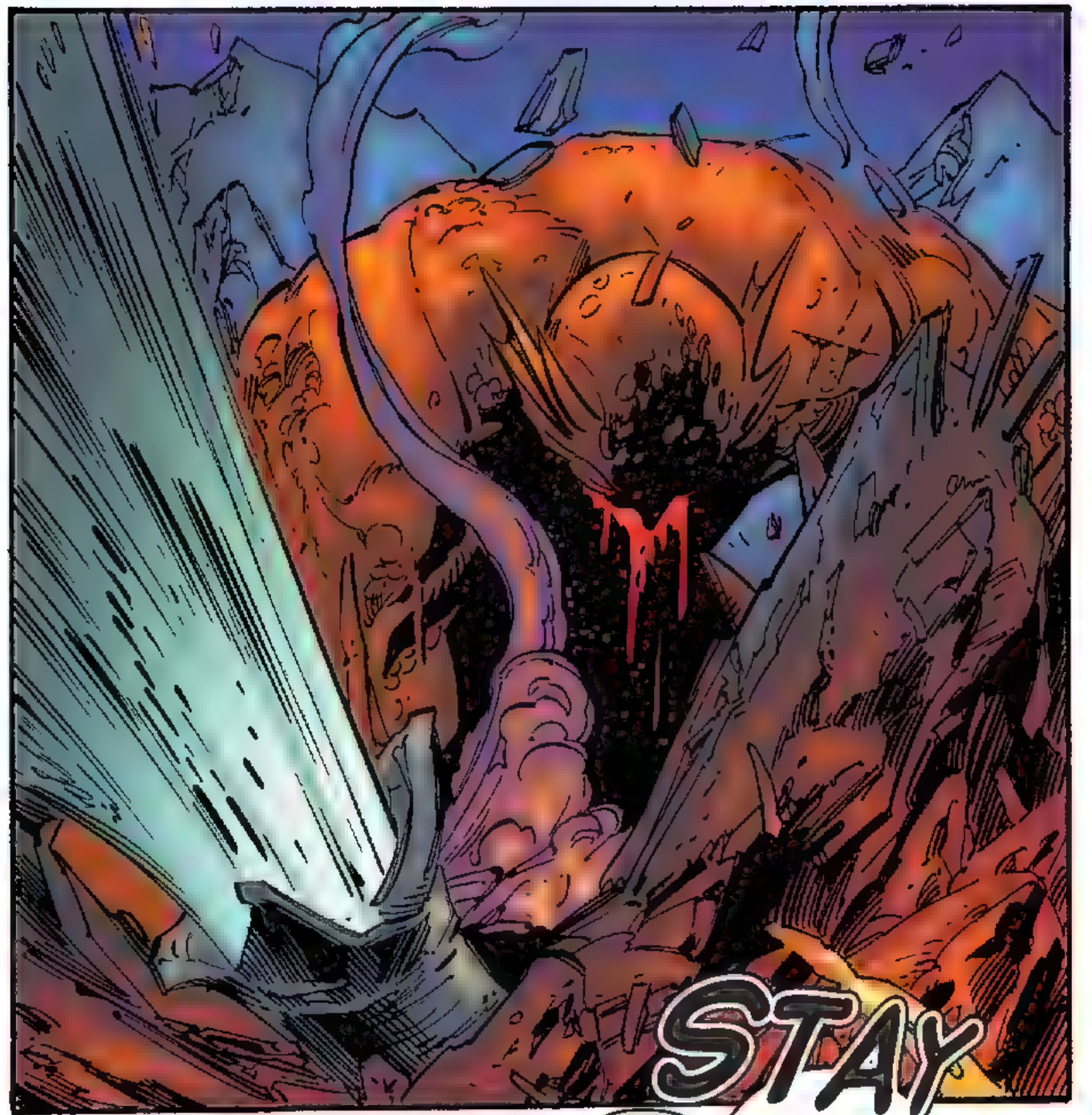
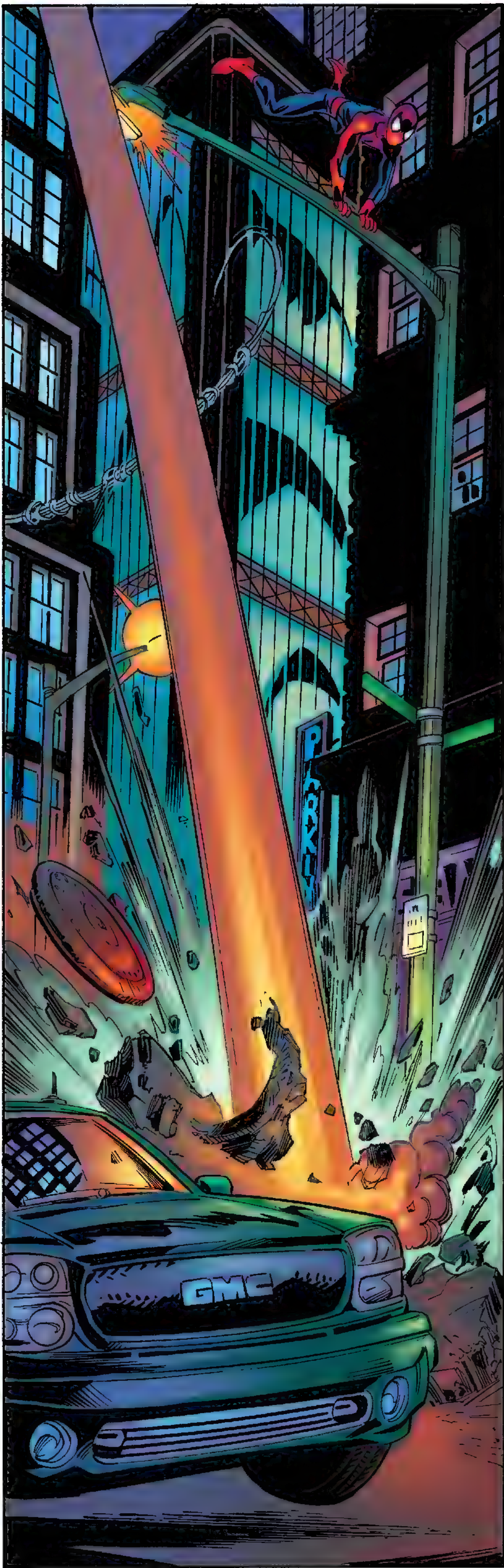
Oh God- oh no...
Oh God- oh no...
Oh God- oh no...











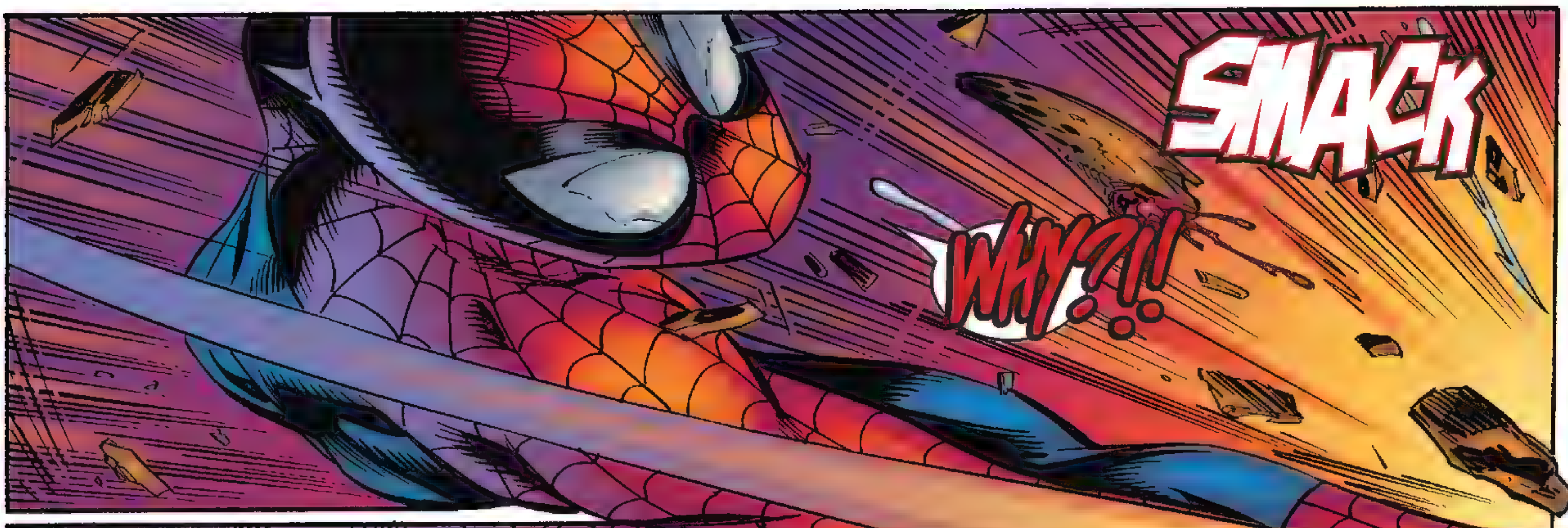
**STAY
DOWN!**



**SMACK
SMACK**

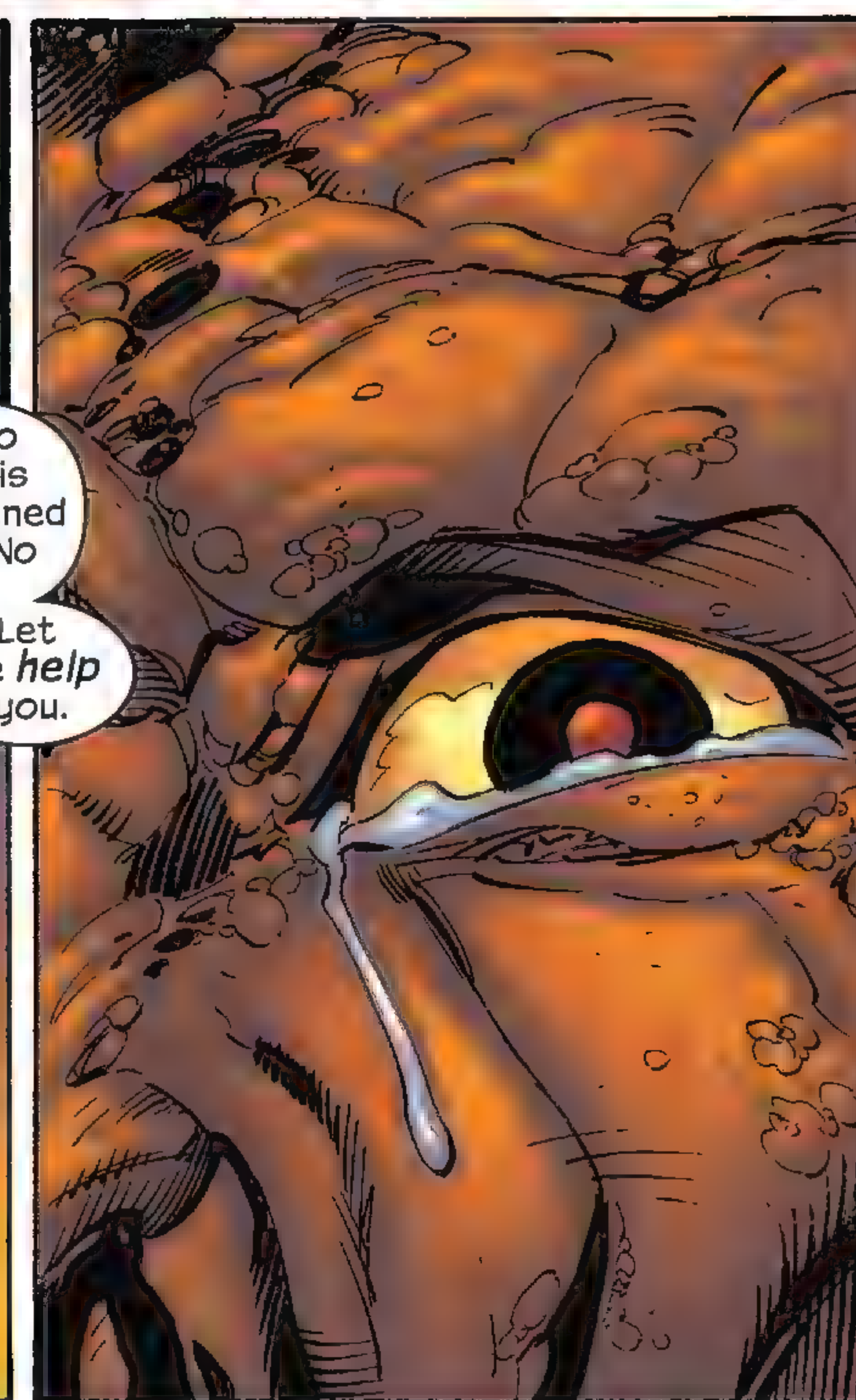


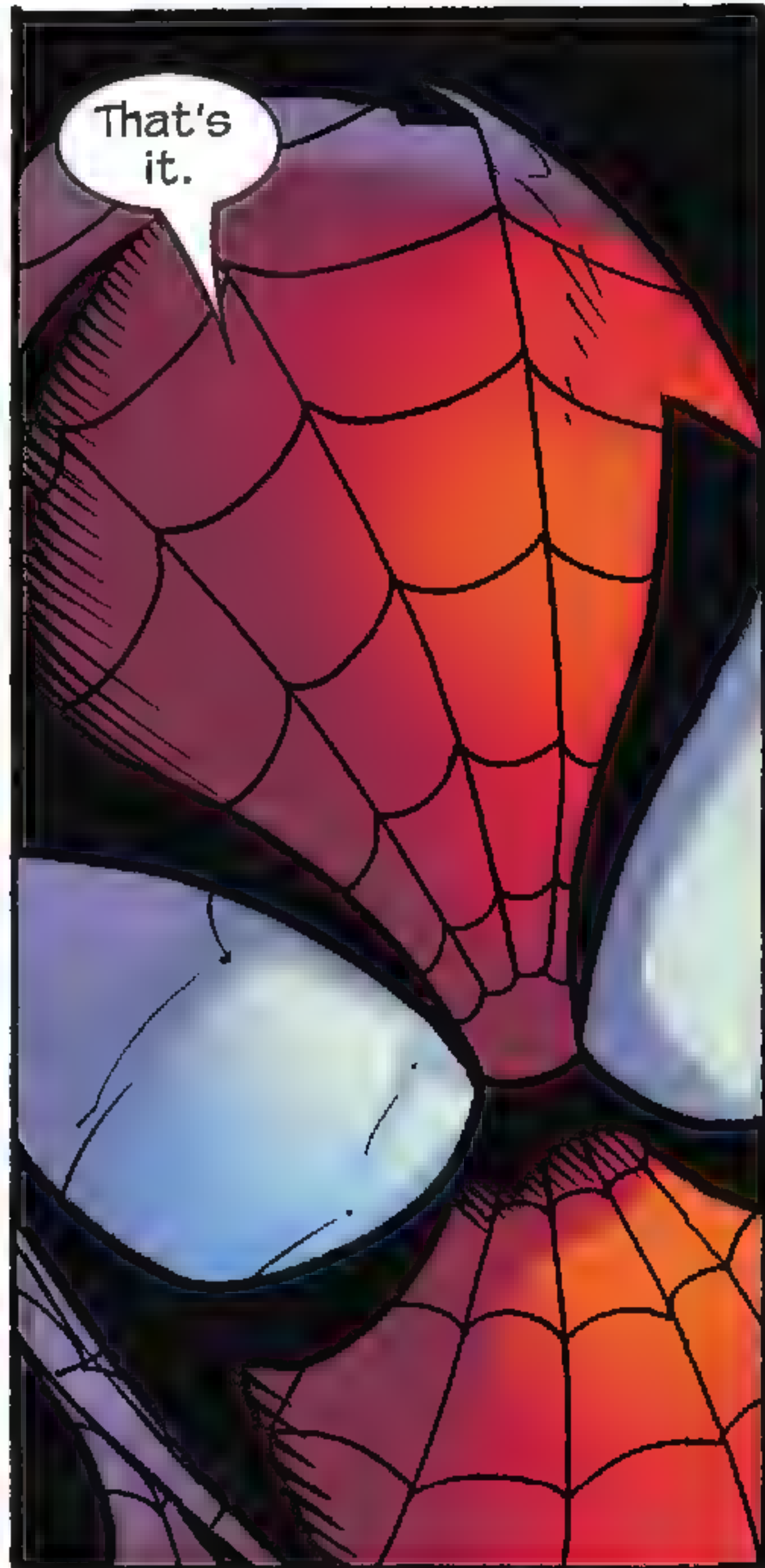
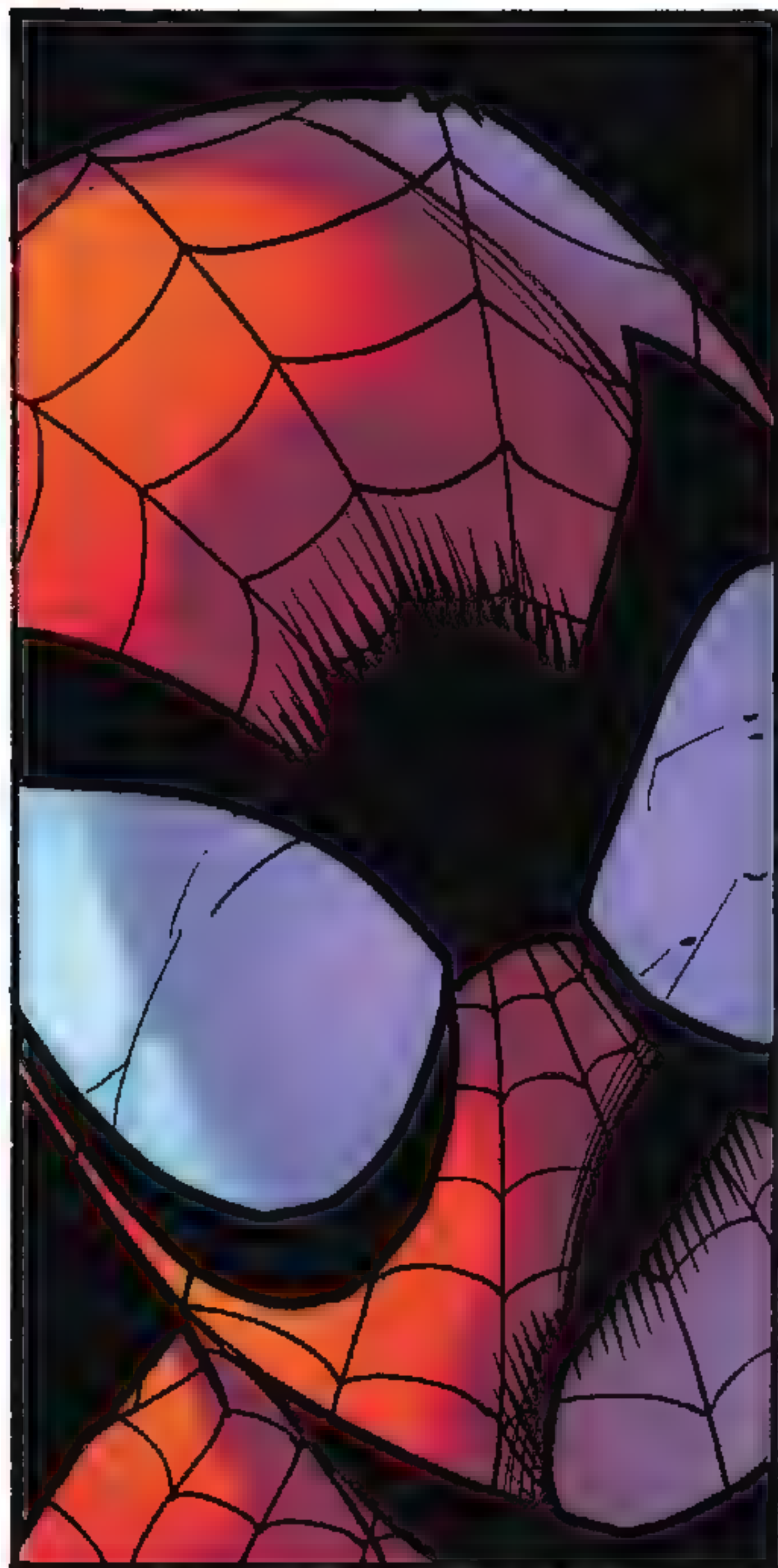
**WHY IS THIS
HAPPENING?!**



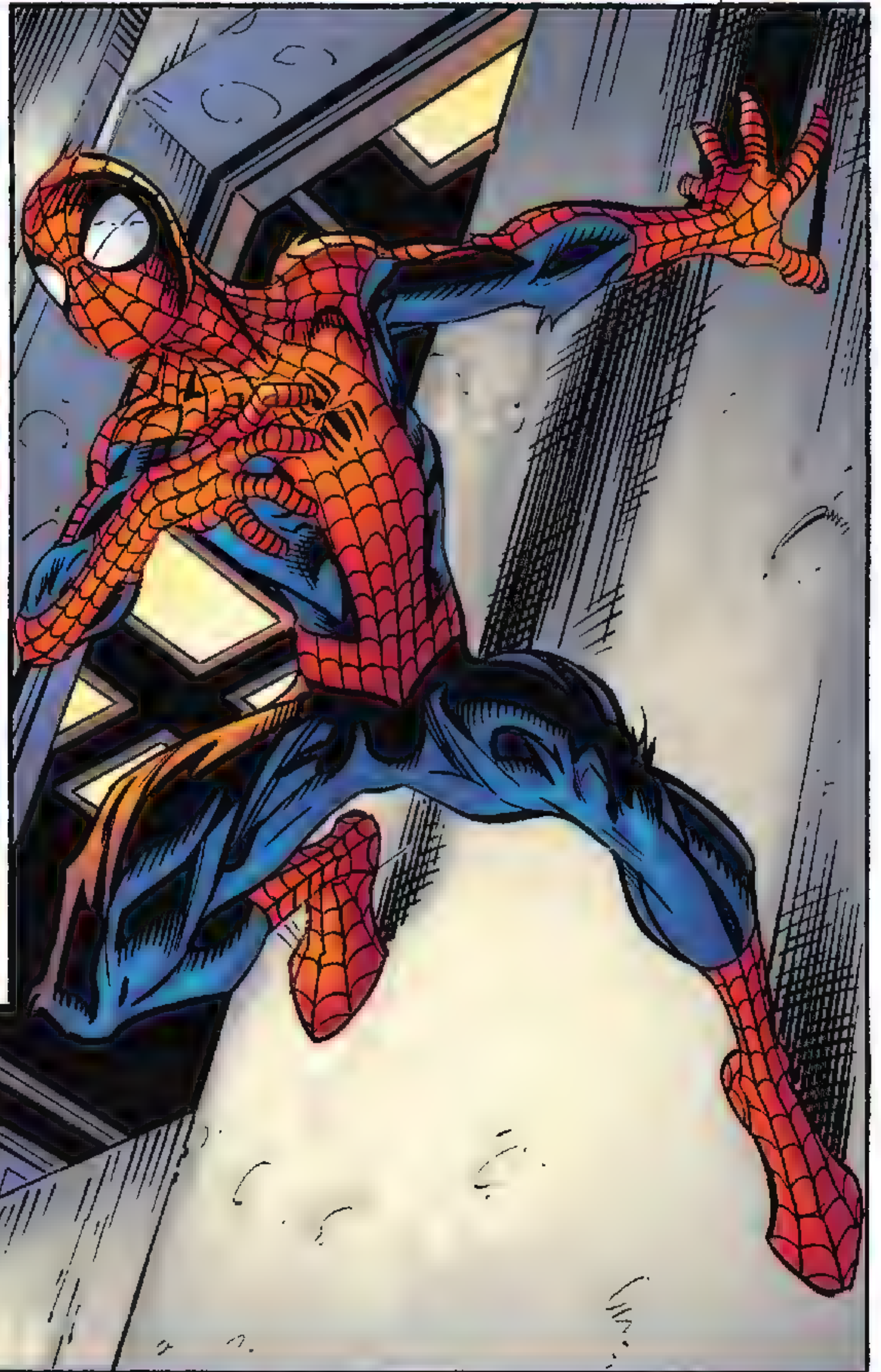
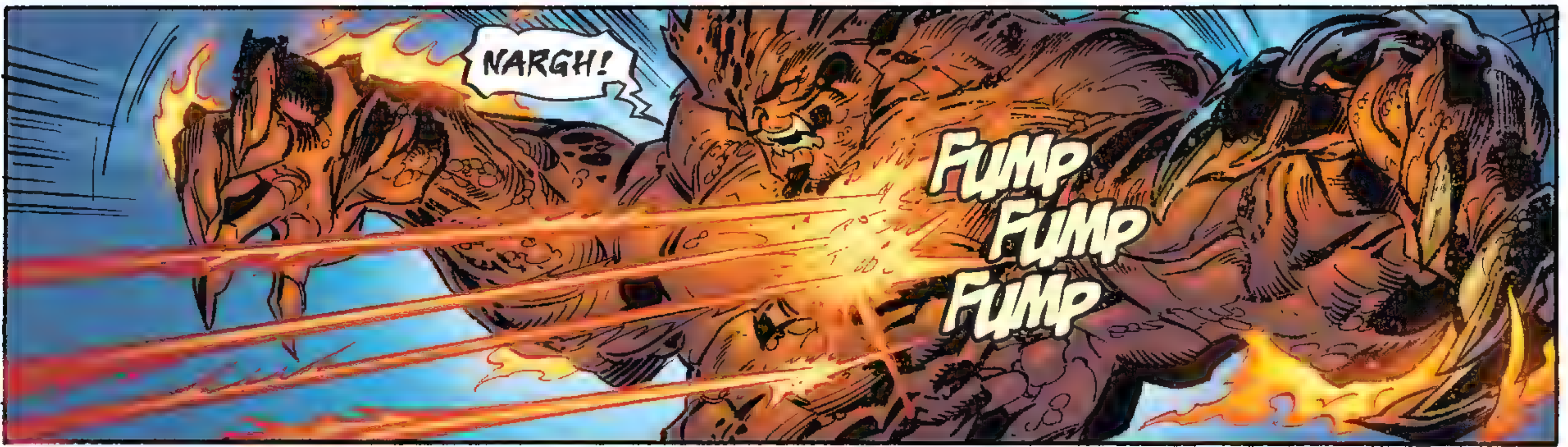


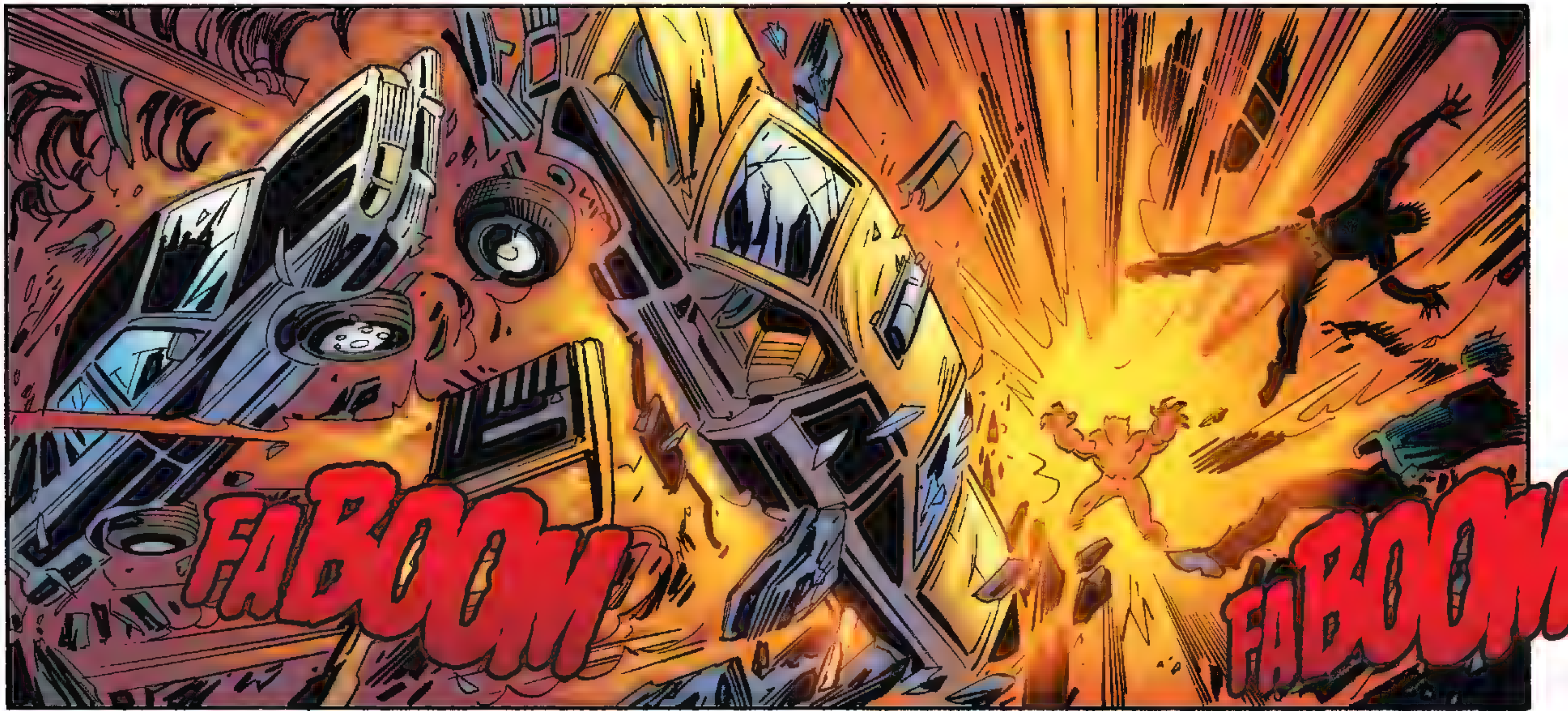














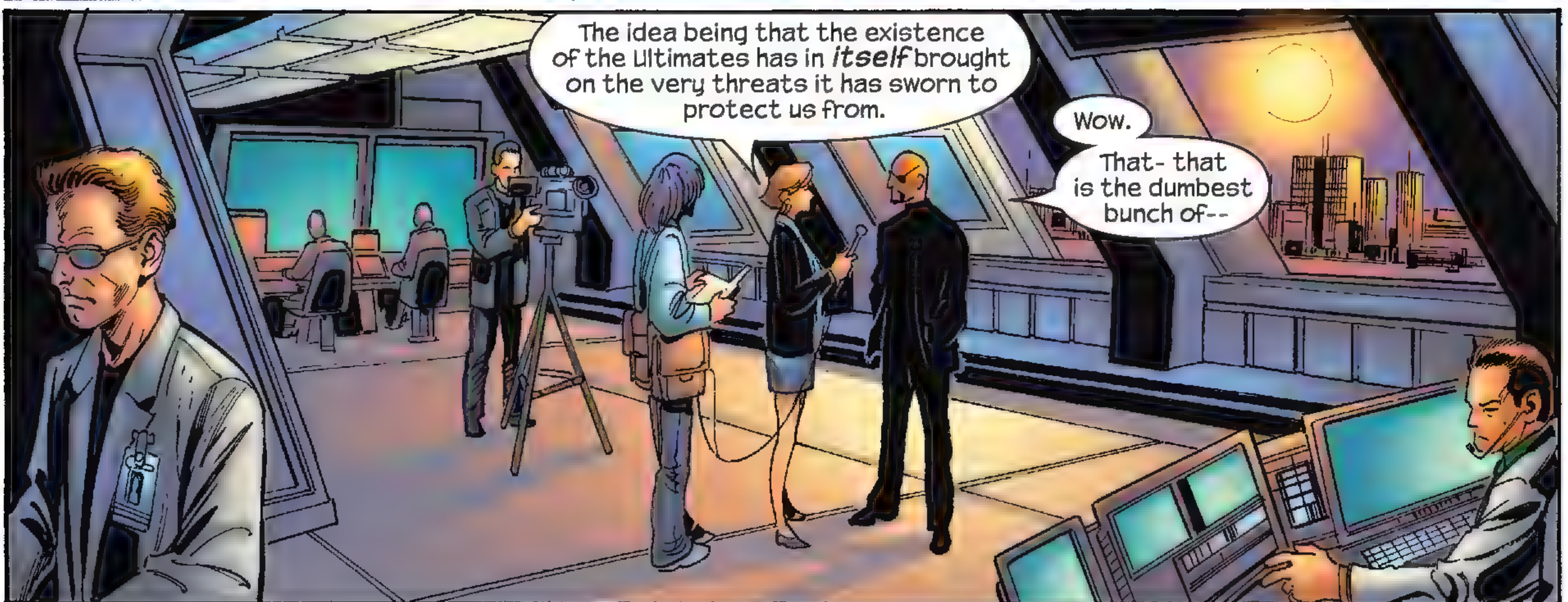
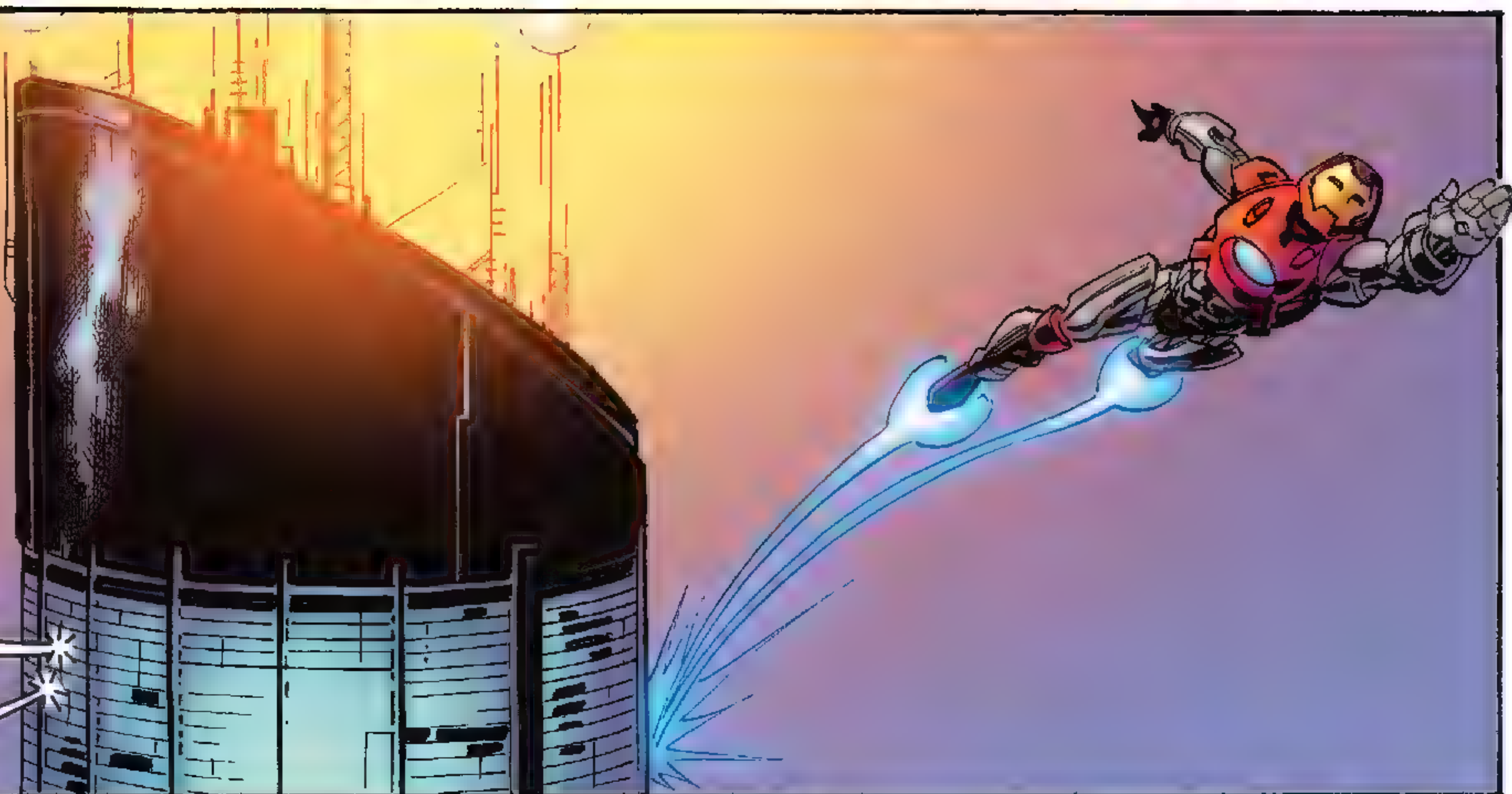
The Triskelion

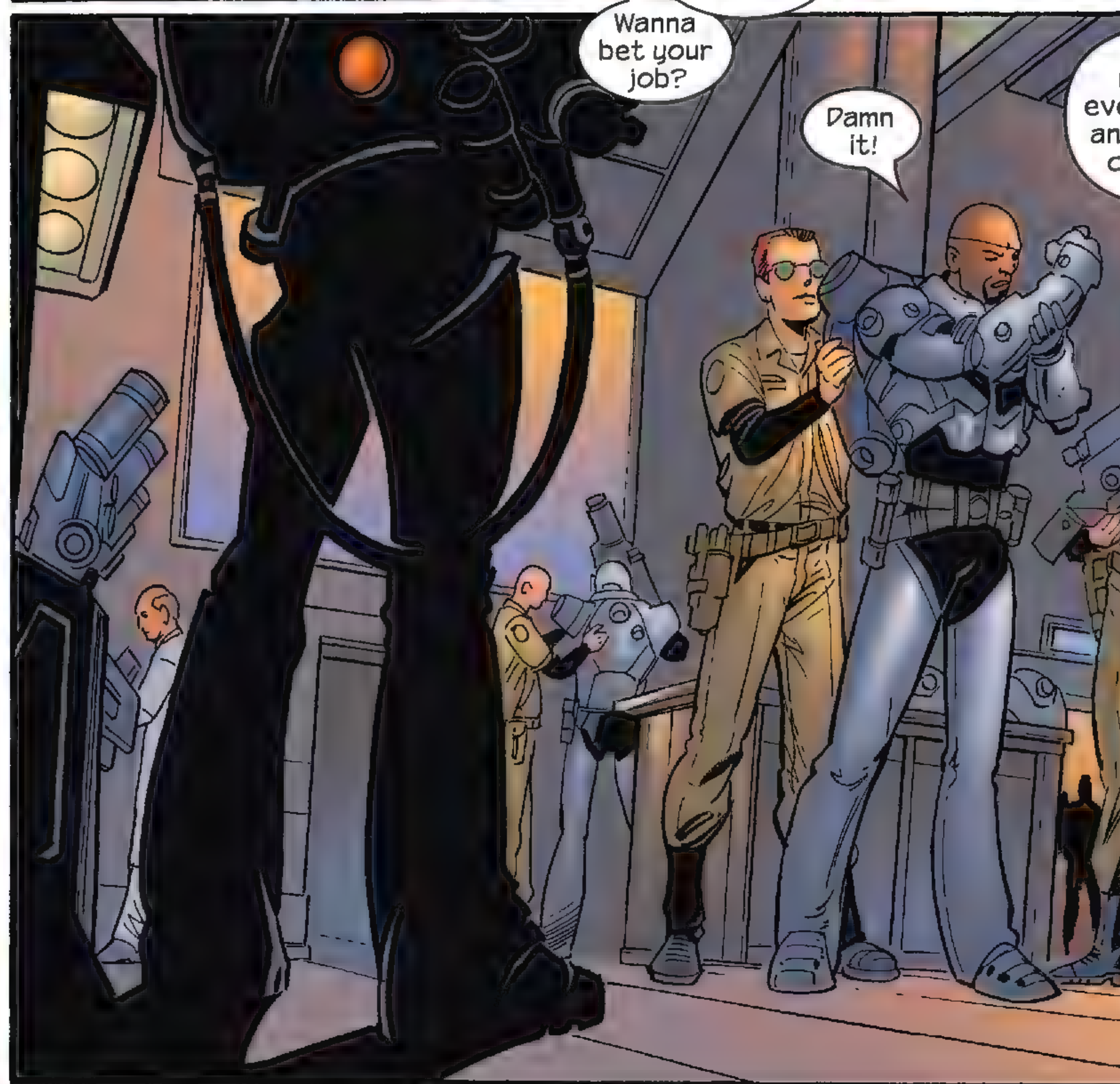
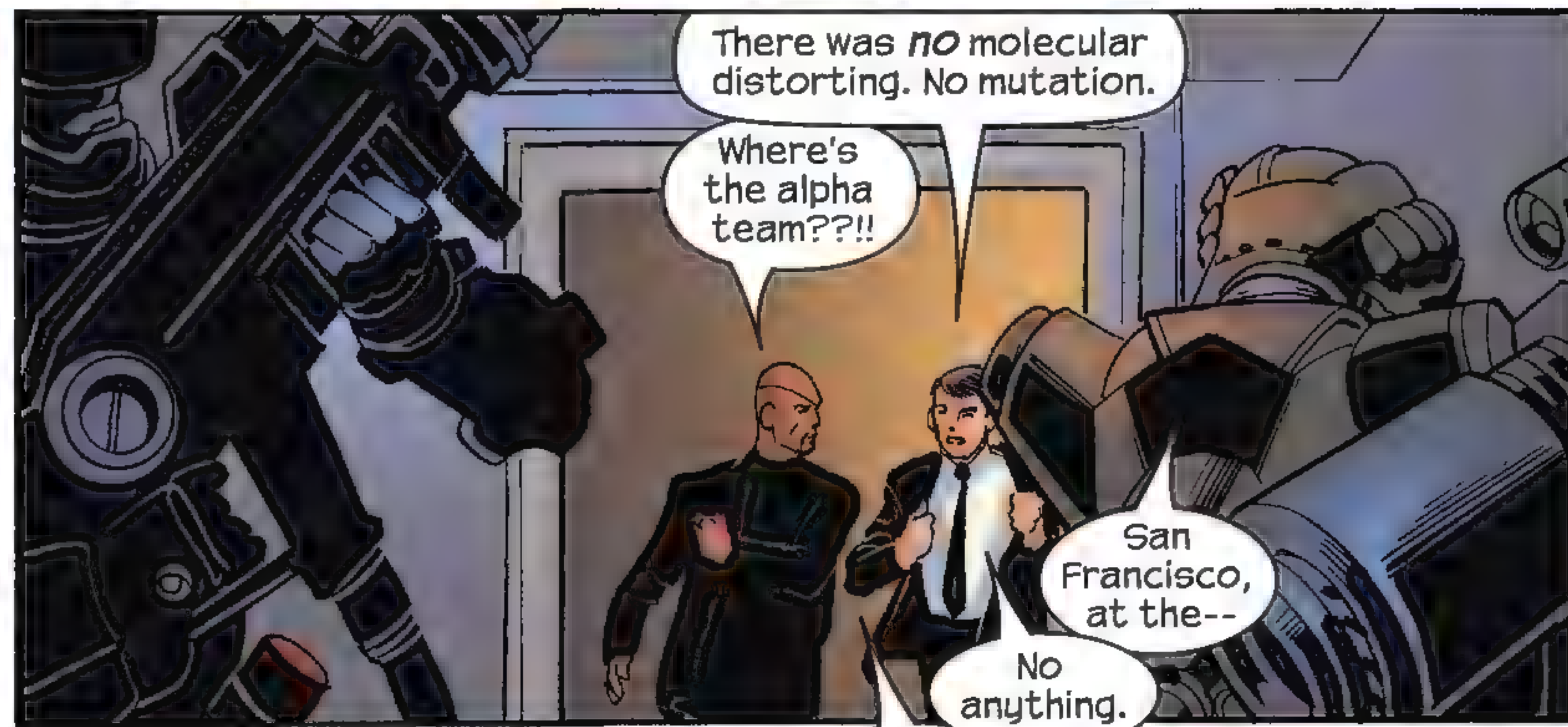
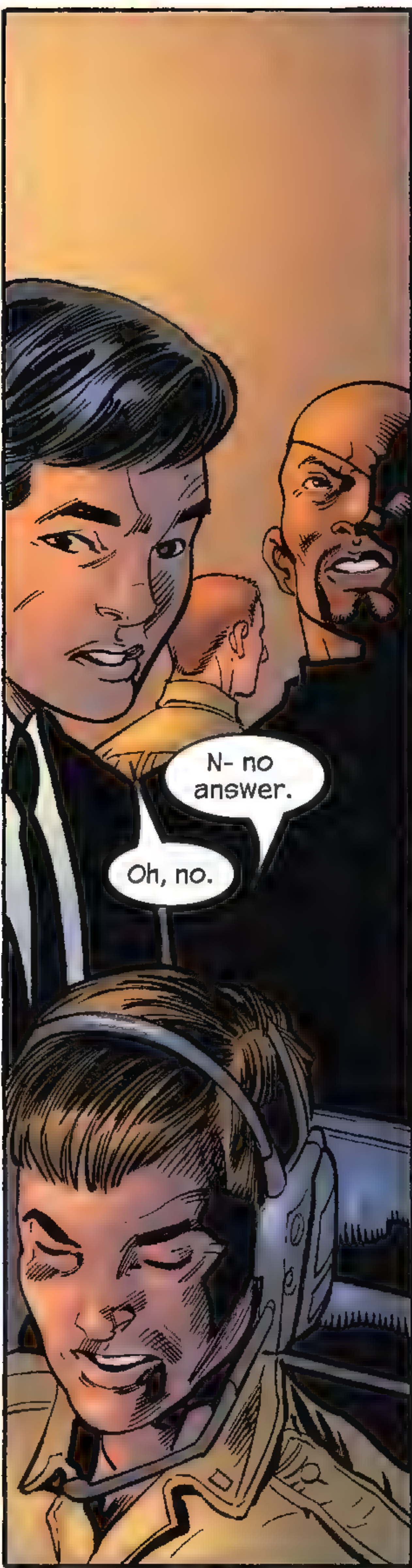
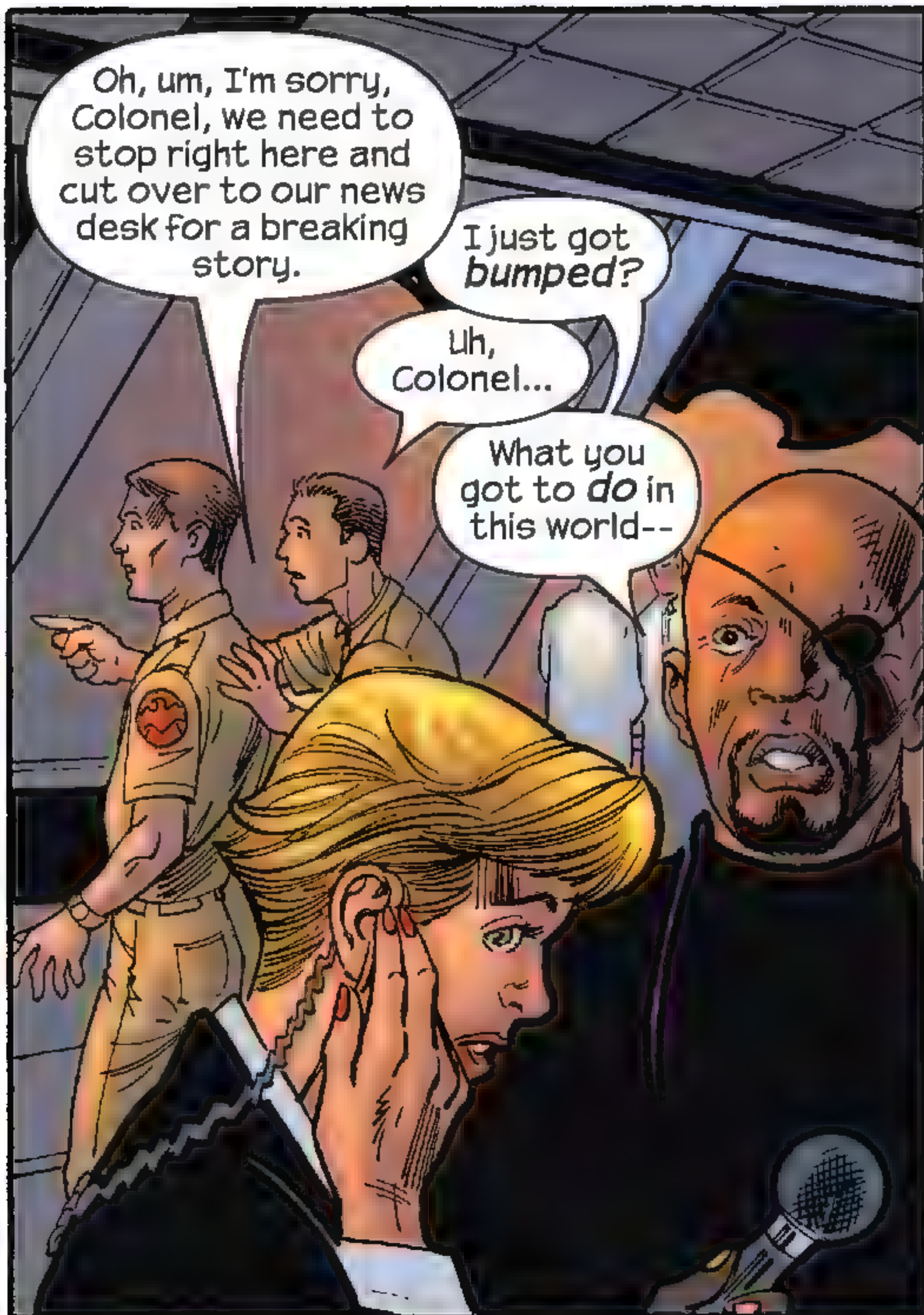
Headquarters and home of the Ultimates--the U.S.-sanctioned superhuman task force created by Nick Fury and S.H.I.E.L.D.

There's a *theory* out there that says that since the creation of your super team, the Ultimates...

...the threats against our society have *escalated* in scope.

I'm not---







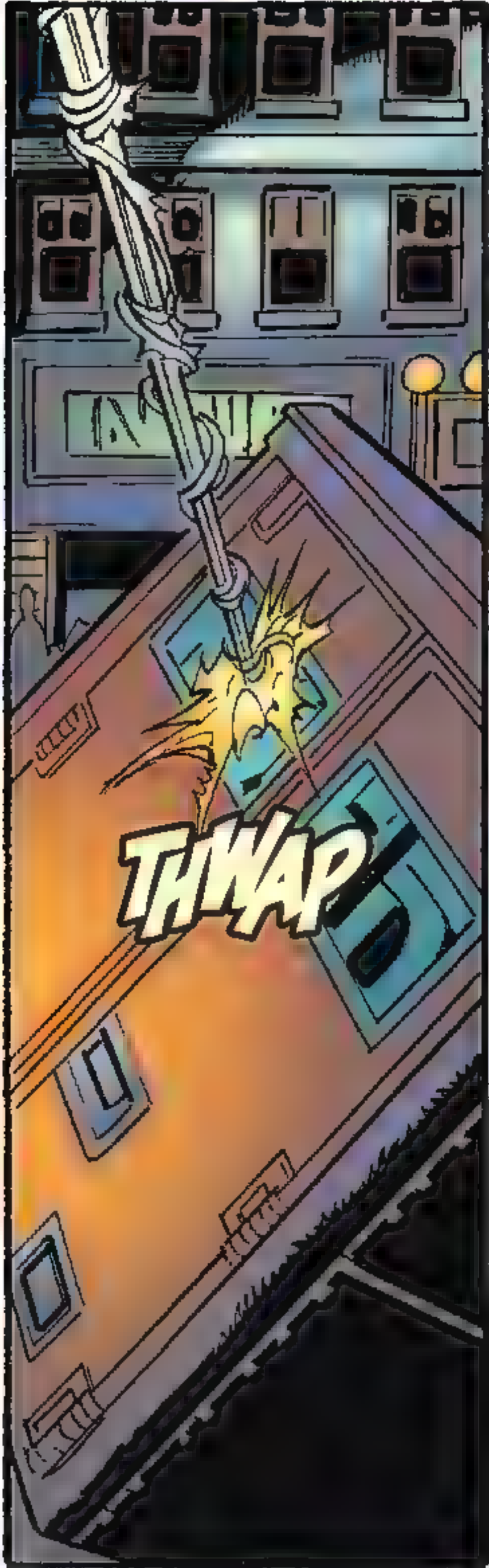


Stop taking pictures and run!

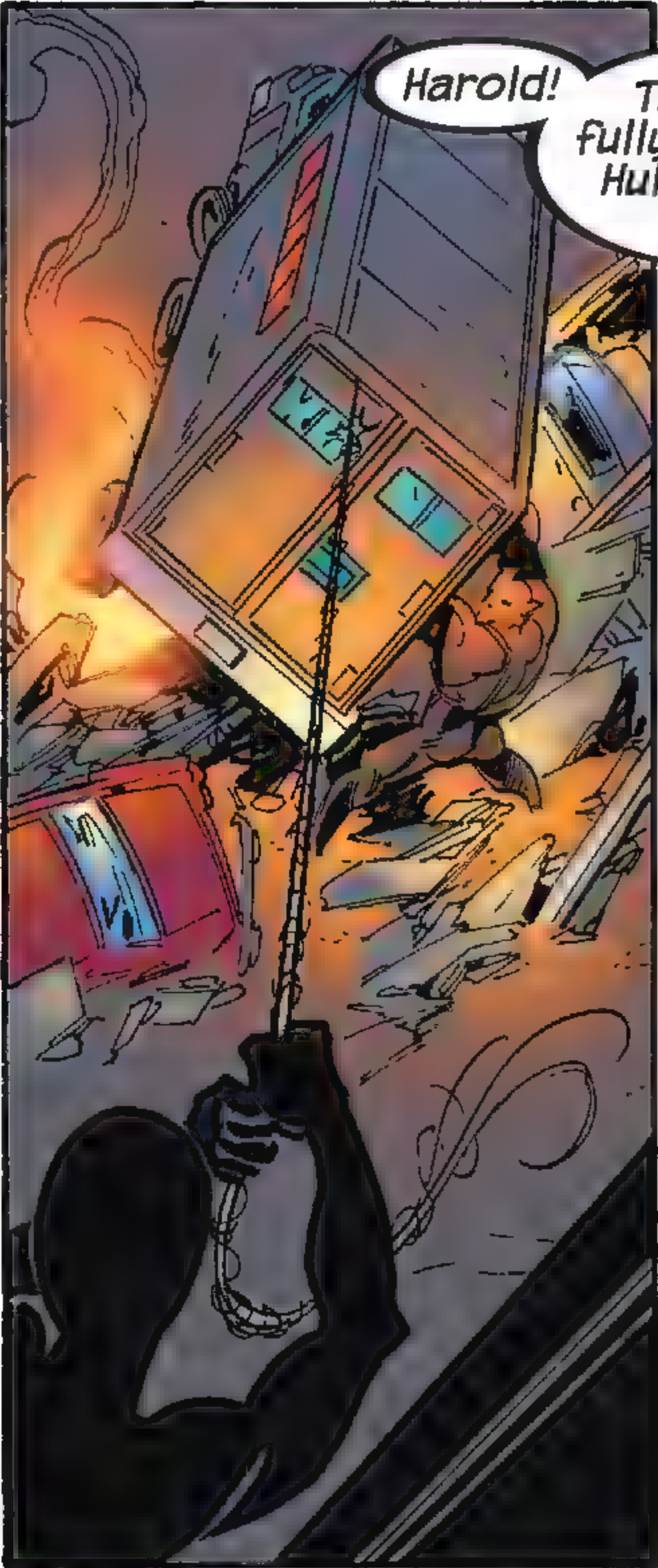
One more!

What is the matter with you?

AAAIEEEEE!!



THWAP



Harold!

This is a fully-trained Hulkbuster unit!!

You know, for the HULK.

And you, kiddo, are no Hulk.

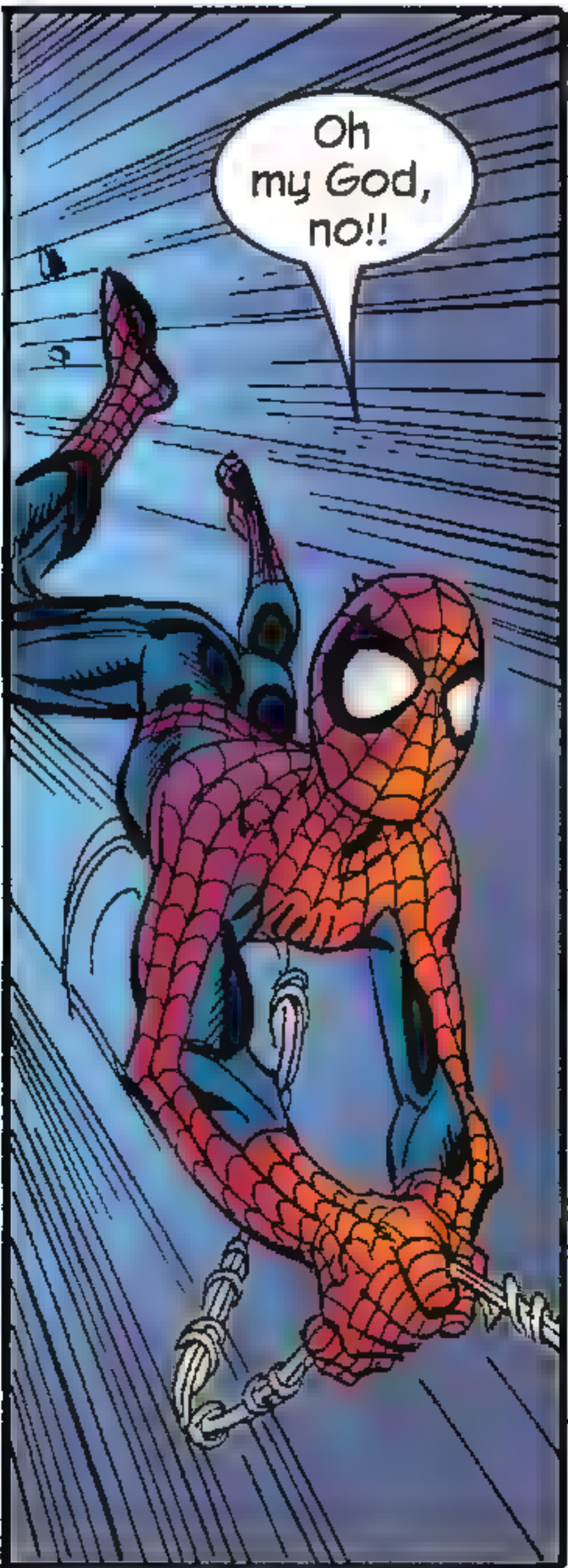


So put the truck down and beg for your life.

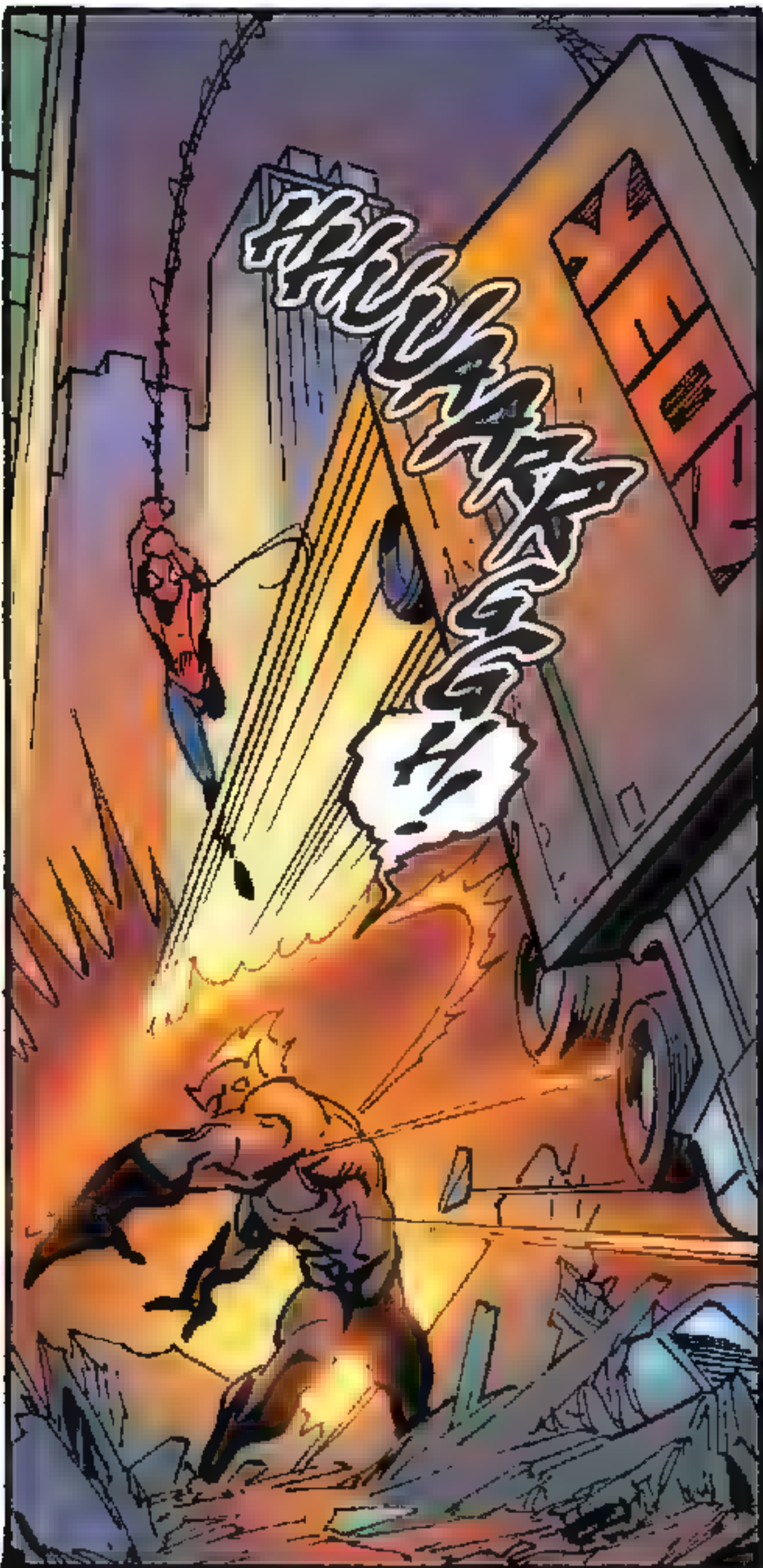
Very disappointing, Harry. Truly.



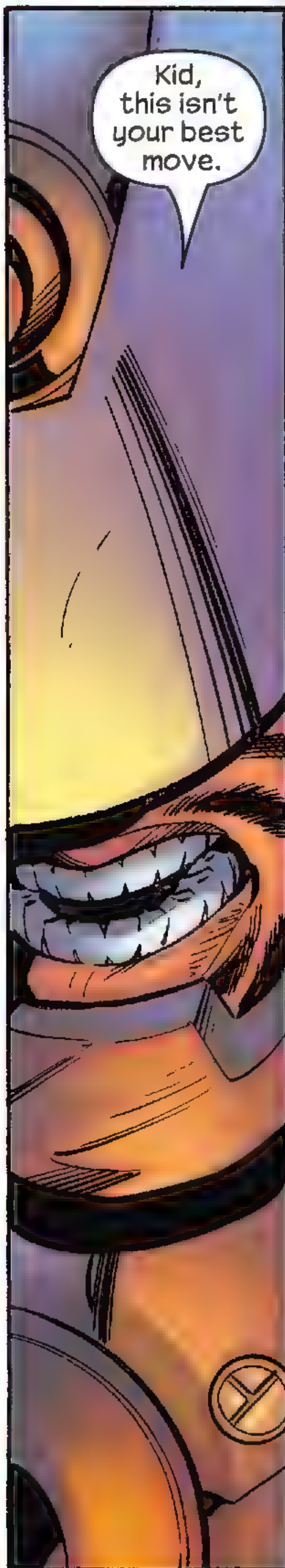
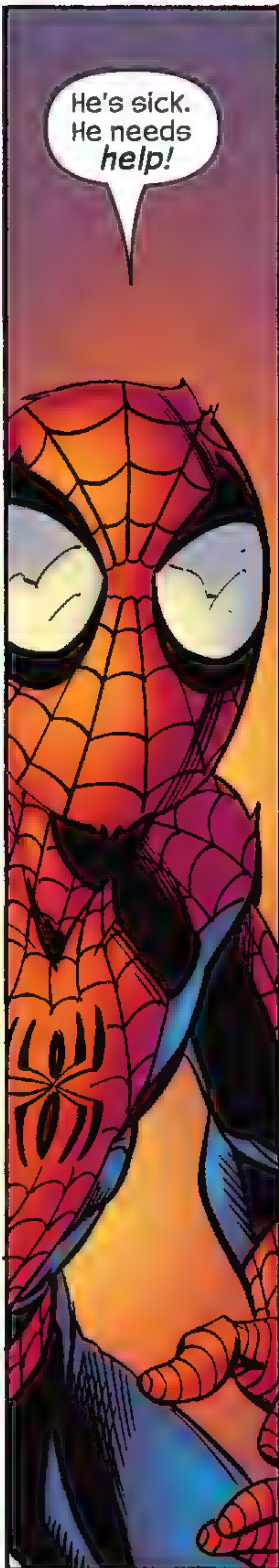
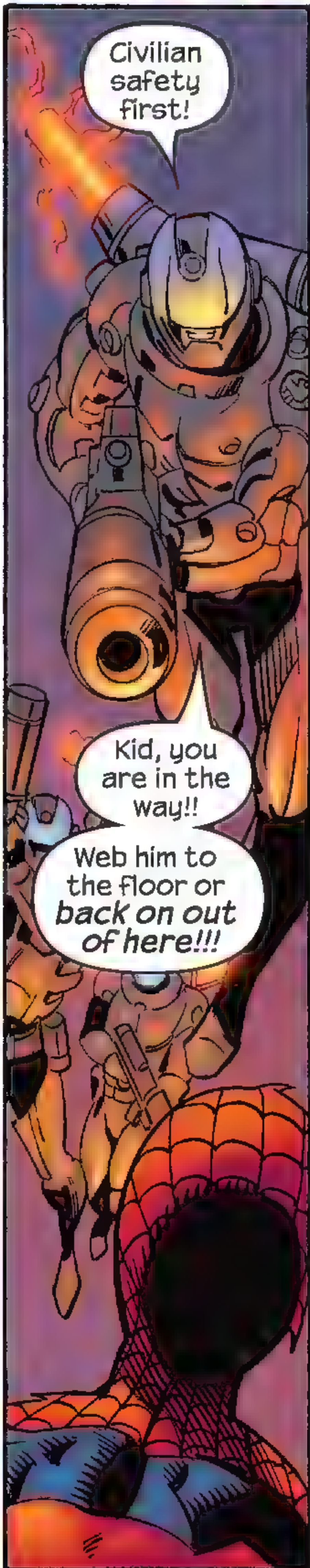
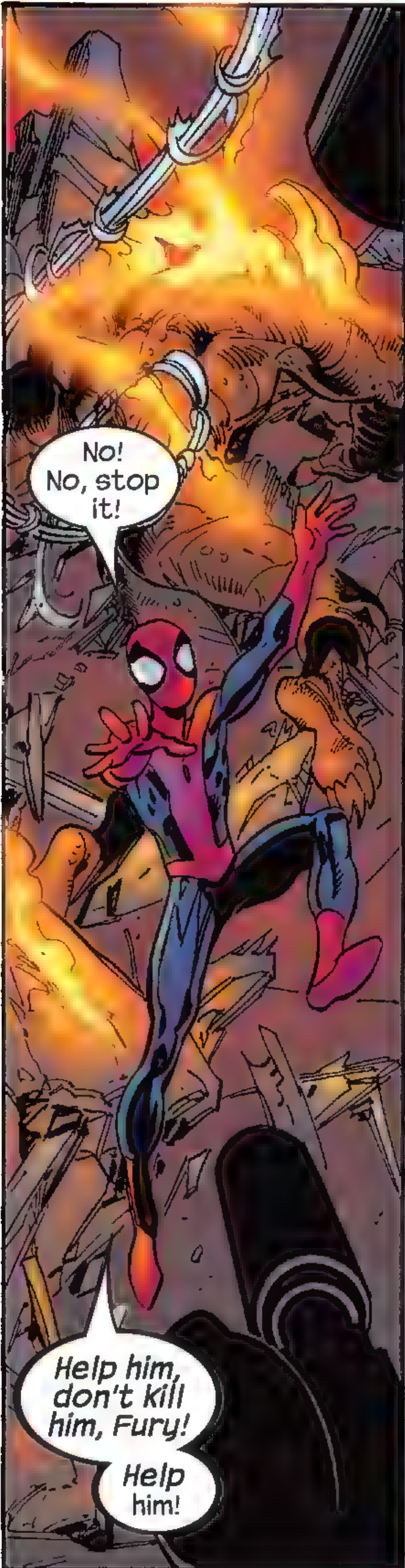
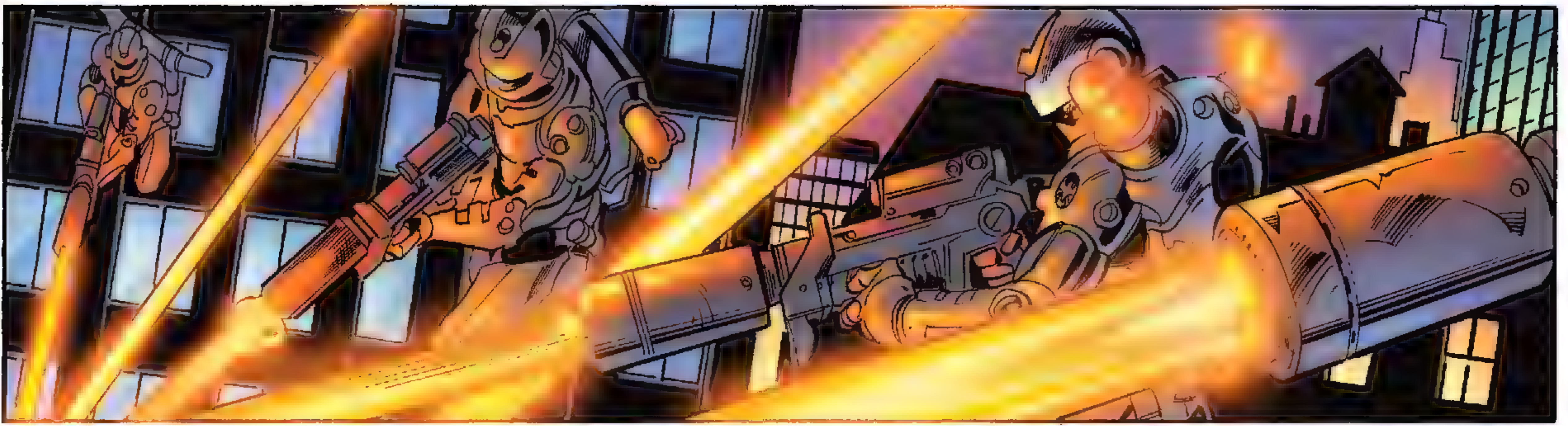
THHHAANK YOOOOO...

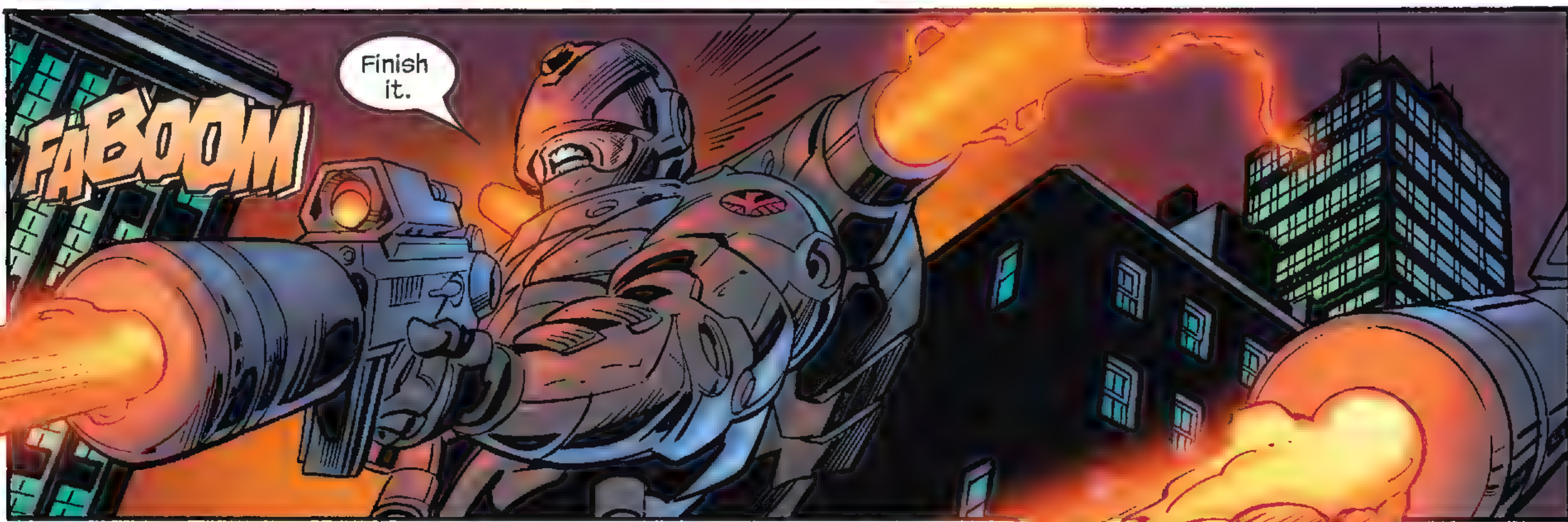
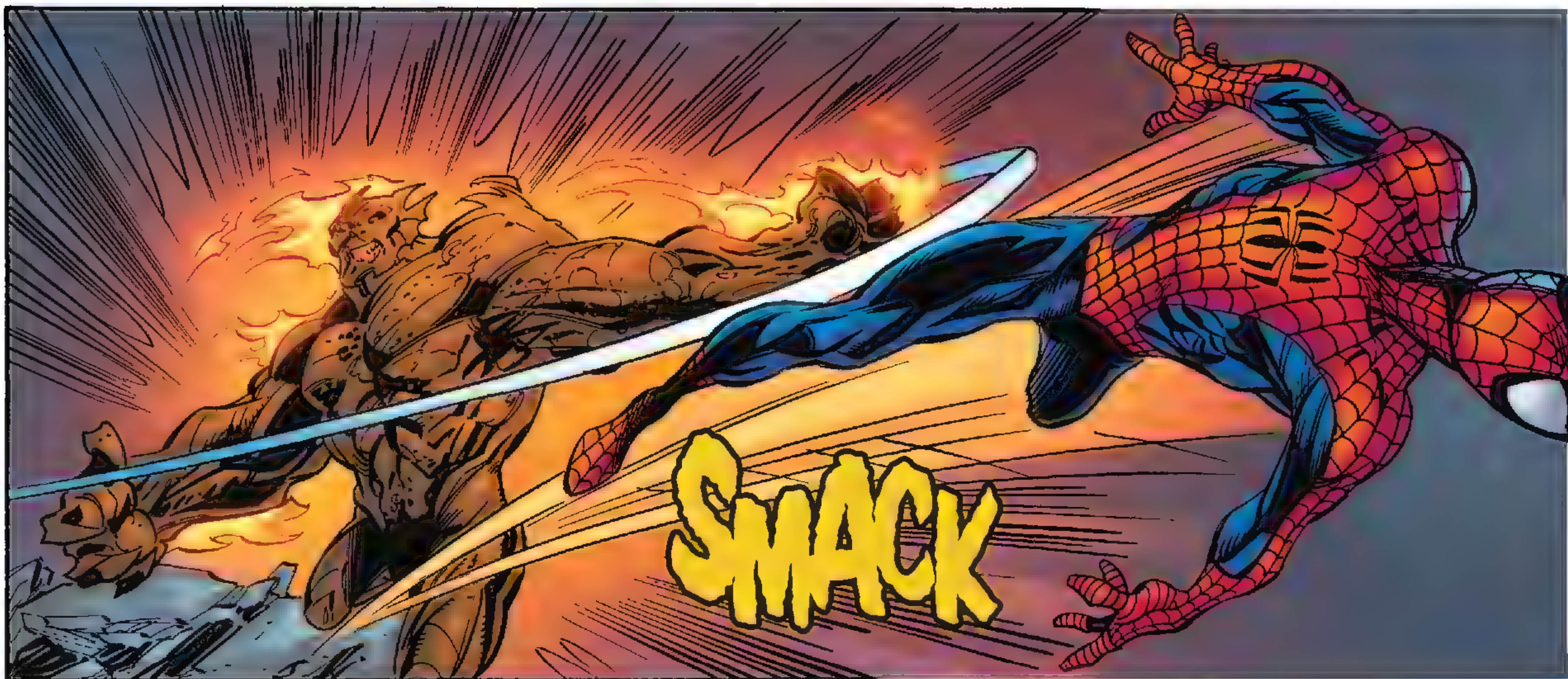
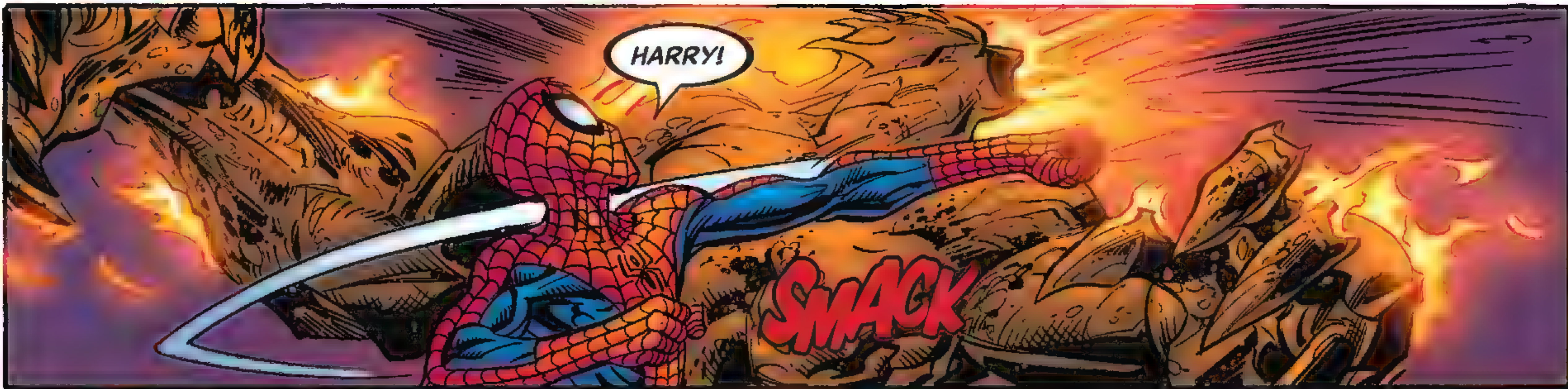


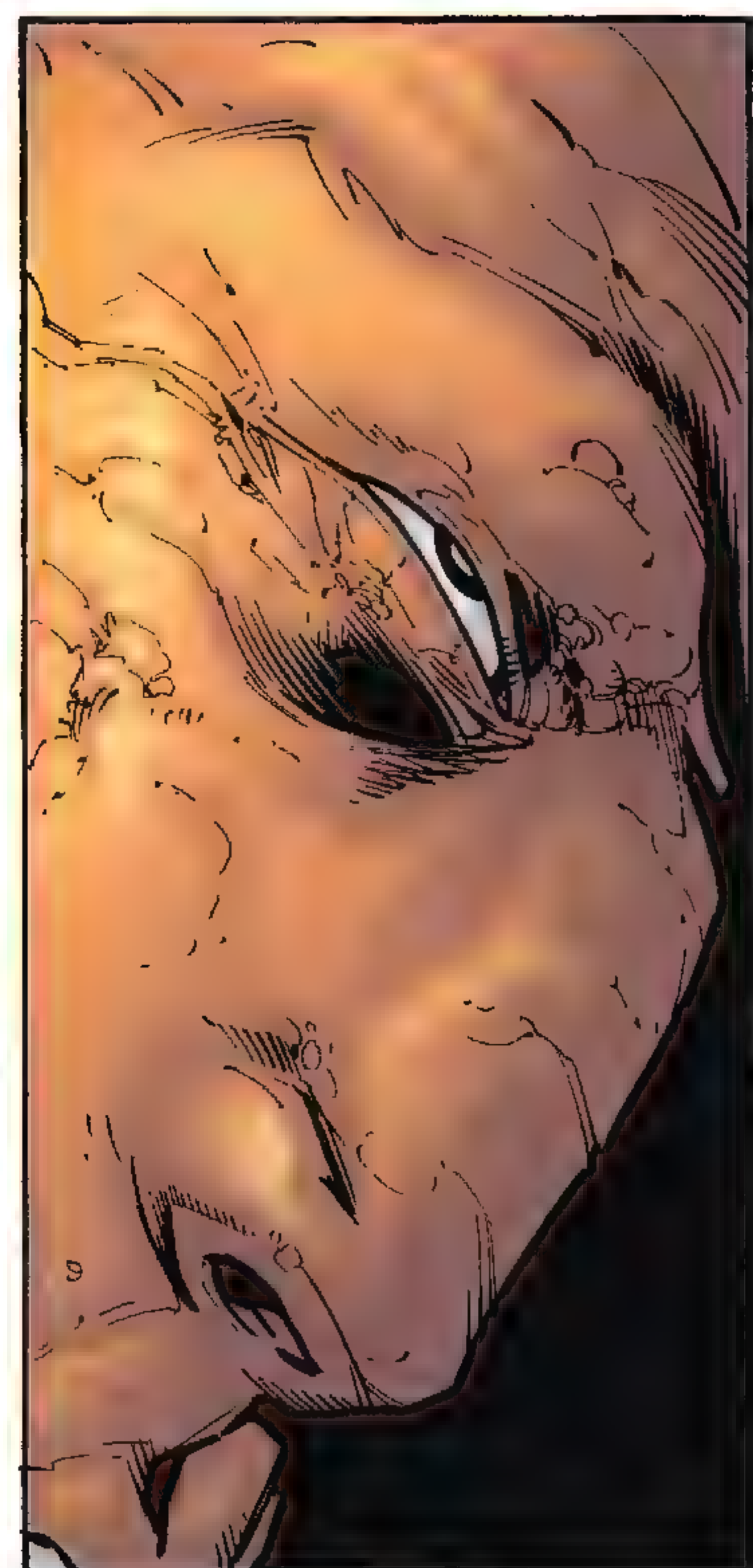
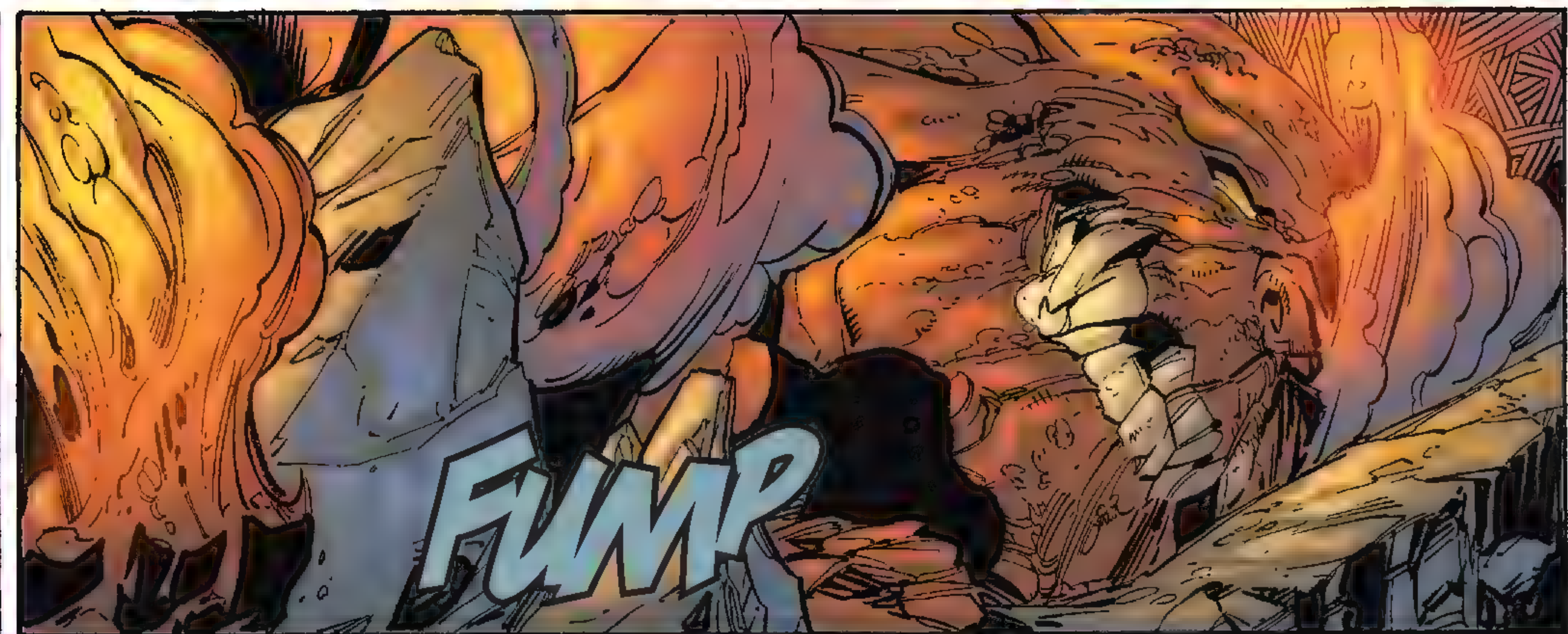
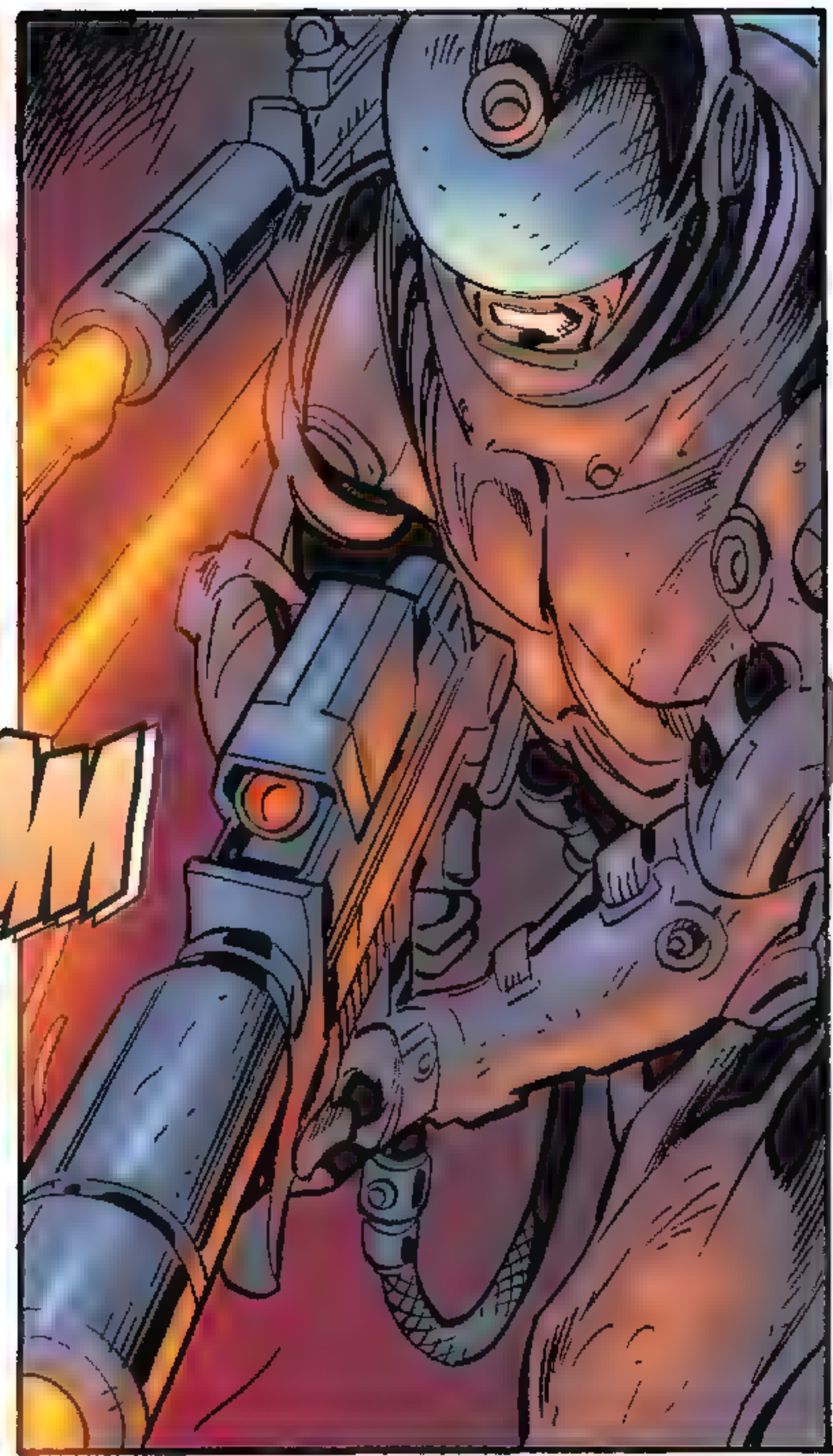
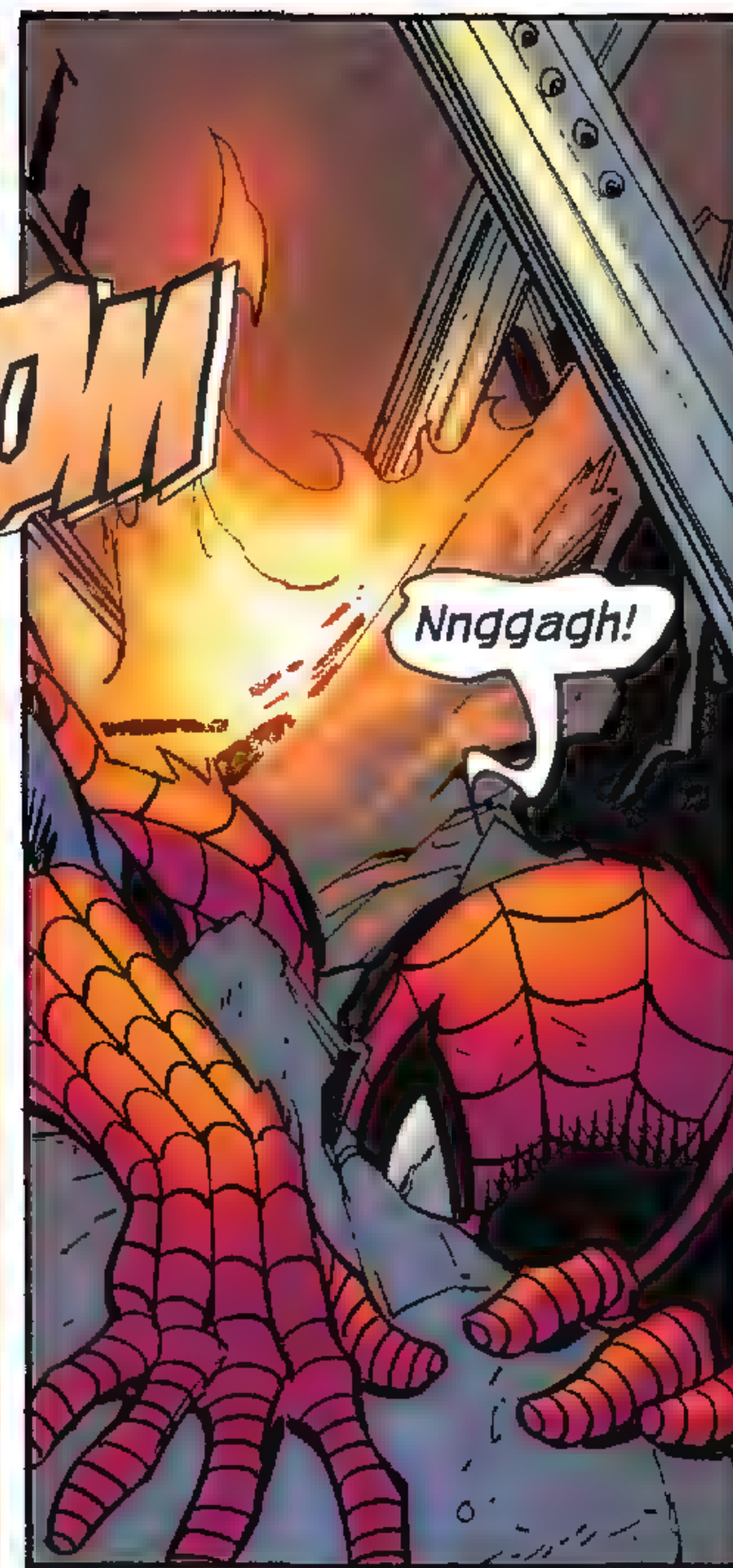
Oh my God, no!!

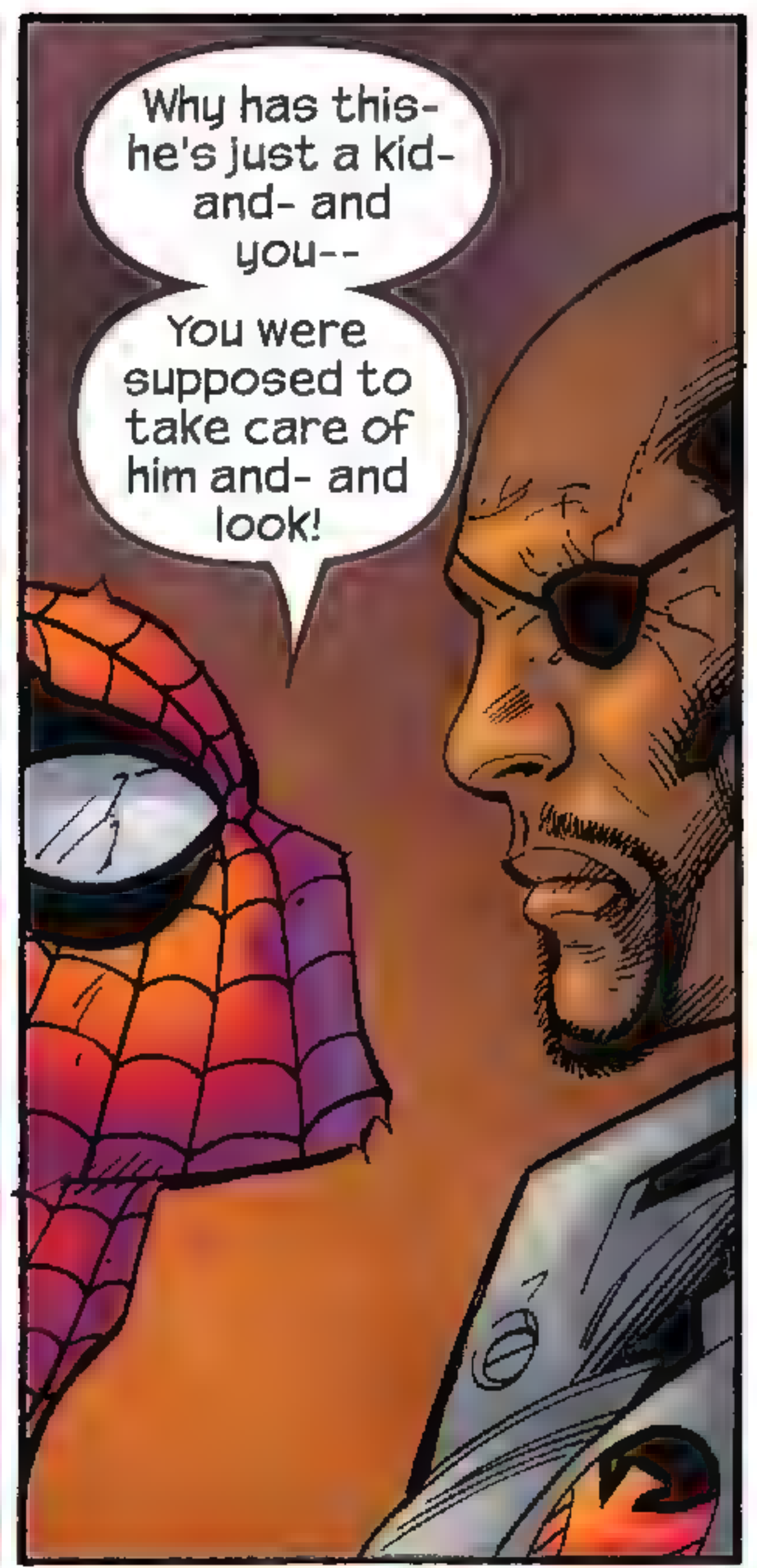


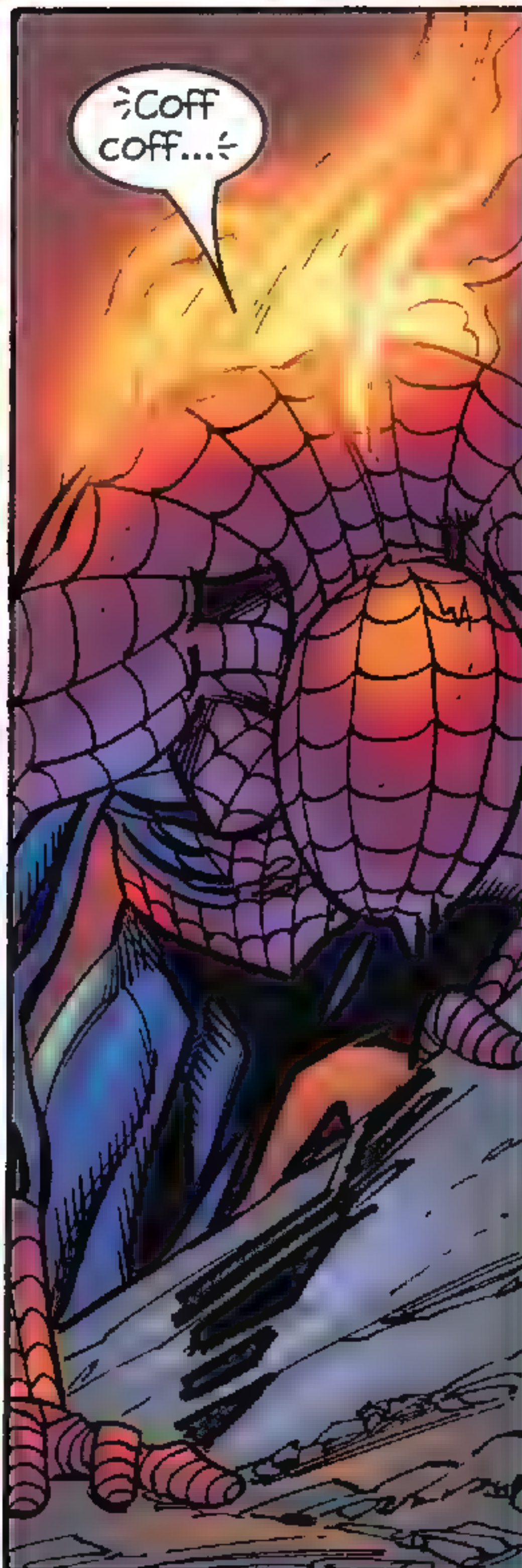
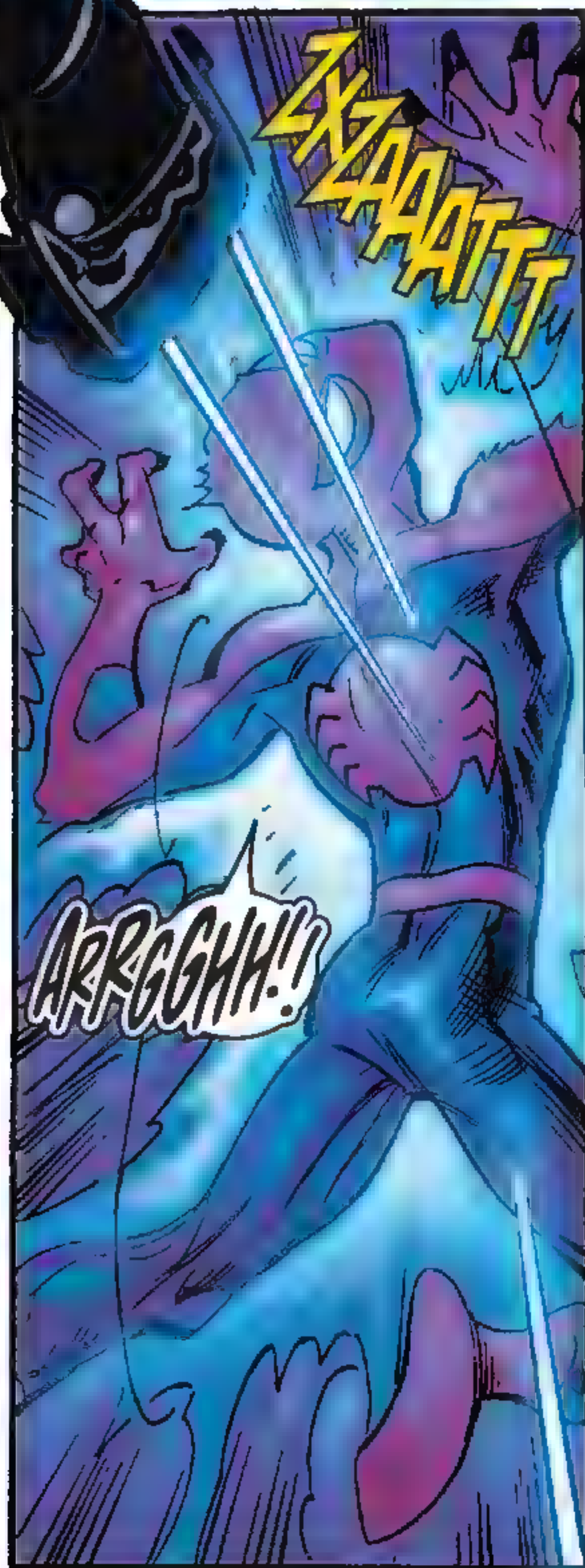
Take him.

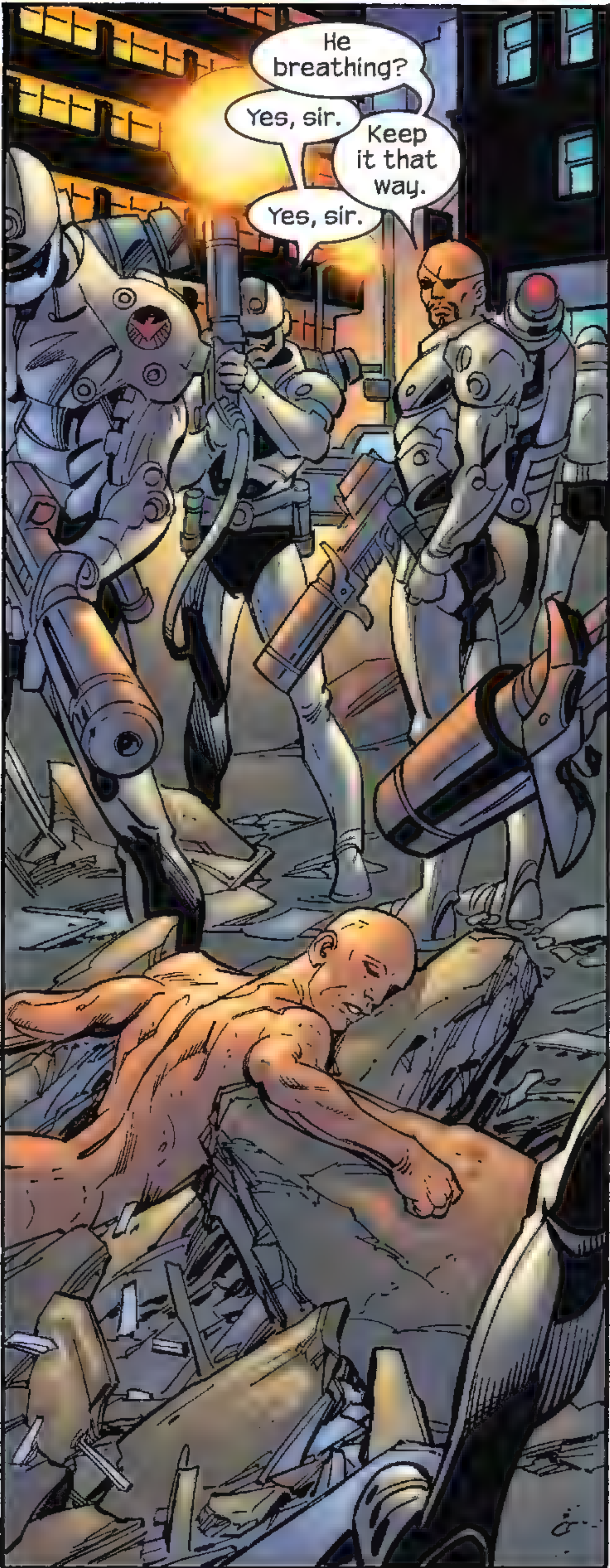












He breathing?

Yes, sir.

Keep it that way.

Yes, sir.



I want the secret of this Oz Formula cracked by my birthday.

Get everyone on it.

Yes, sir.

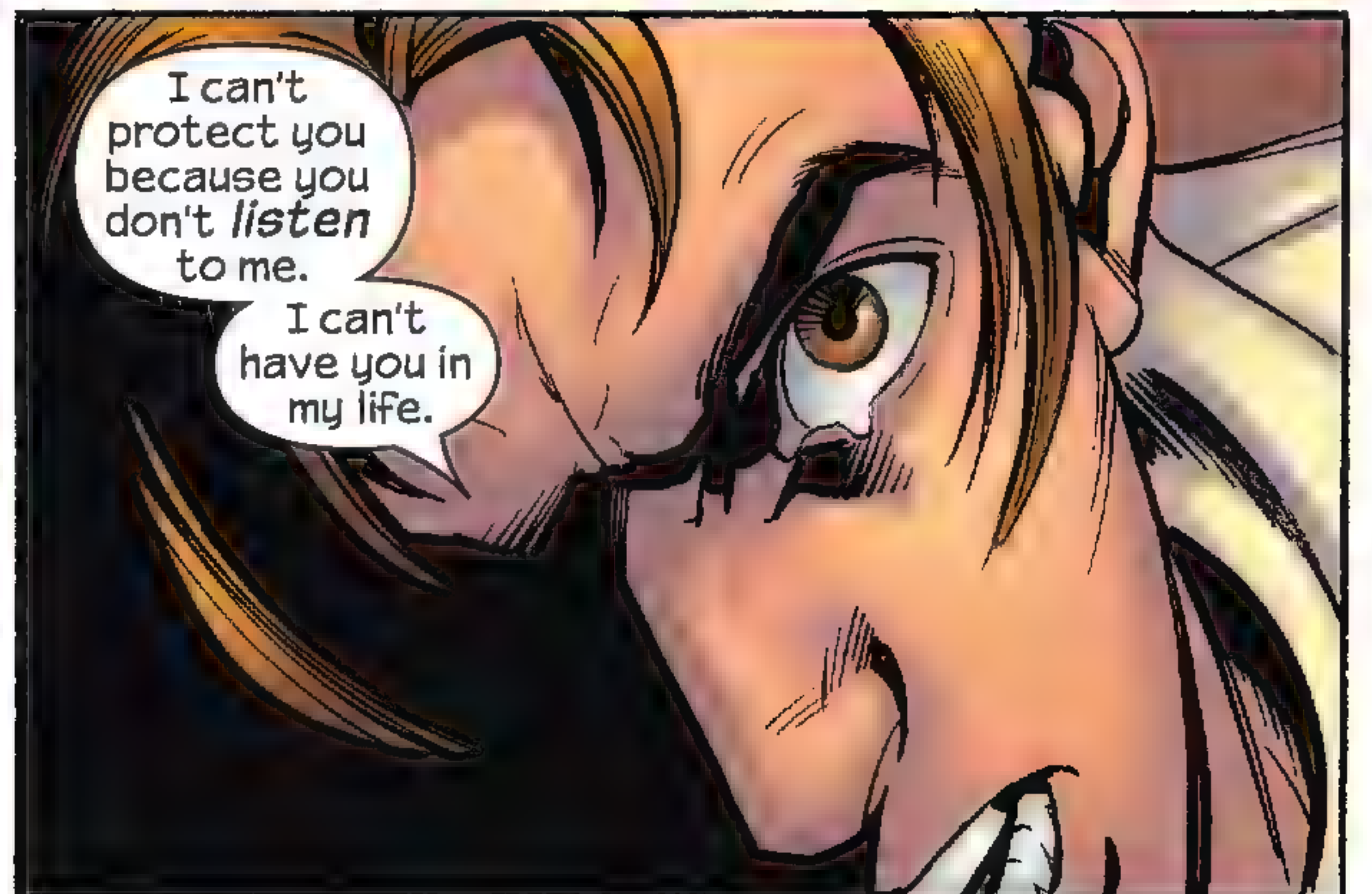
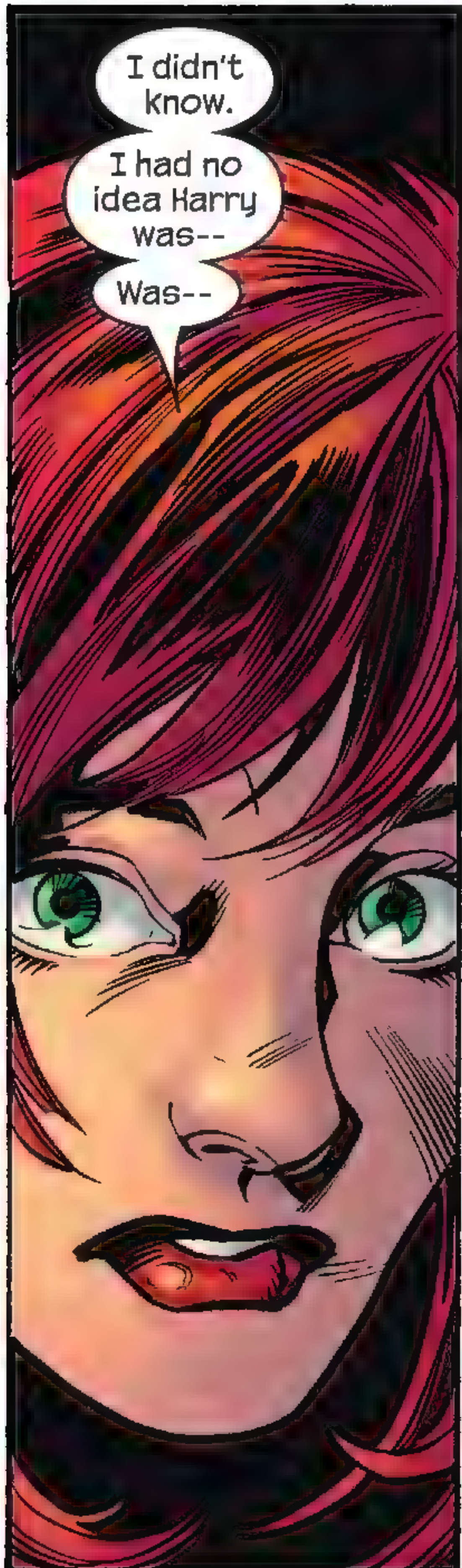
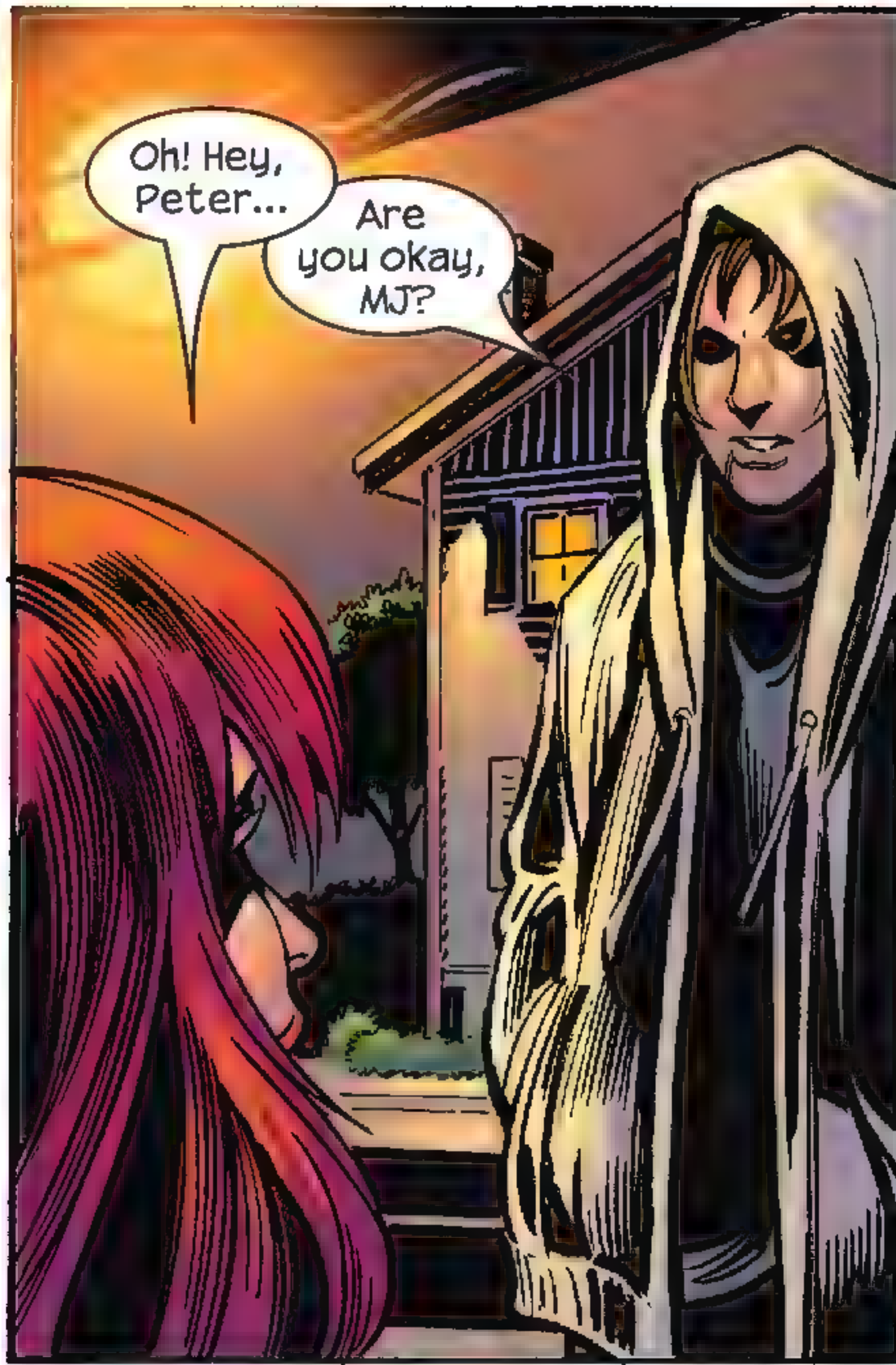
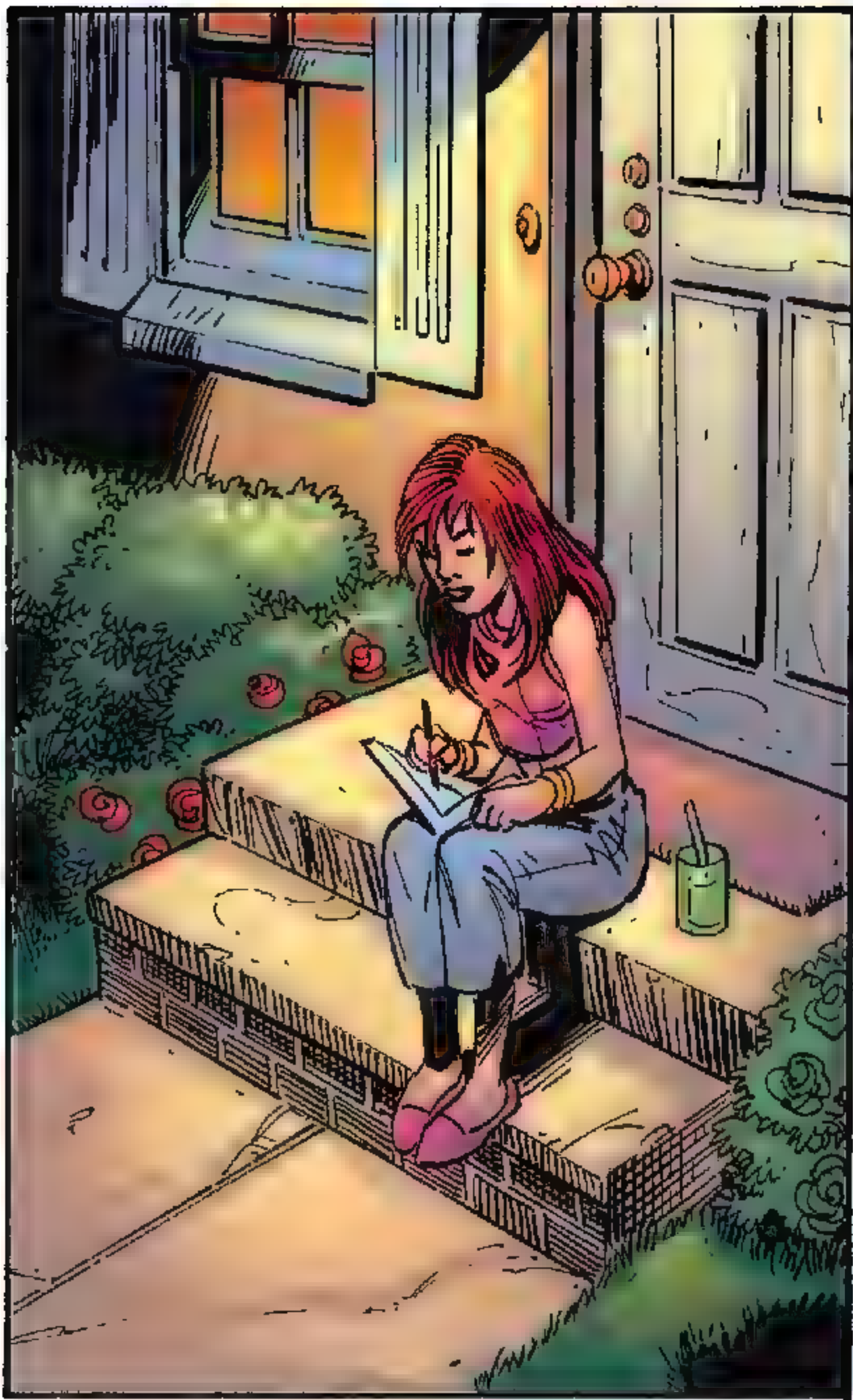
Osborn wasn't *that* smart. I want the secret. No more surprises.

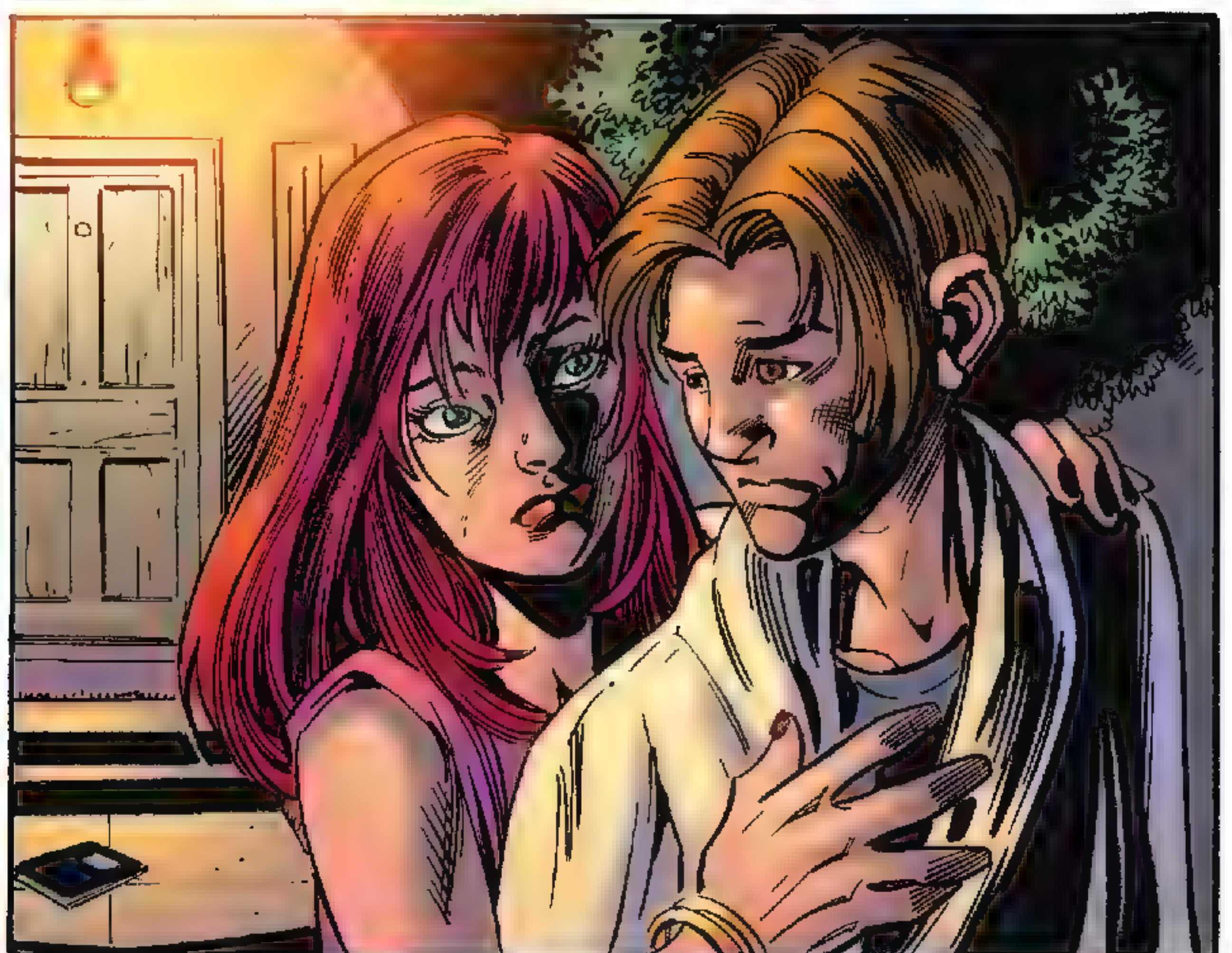
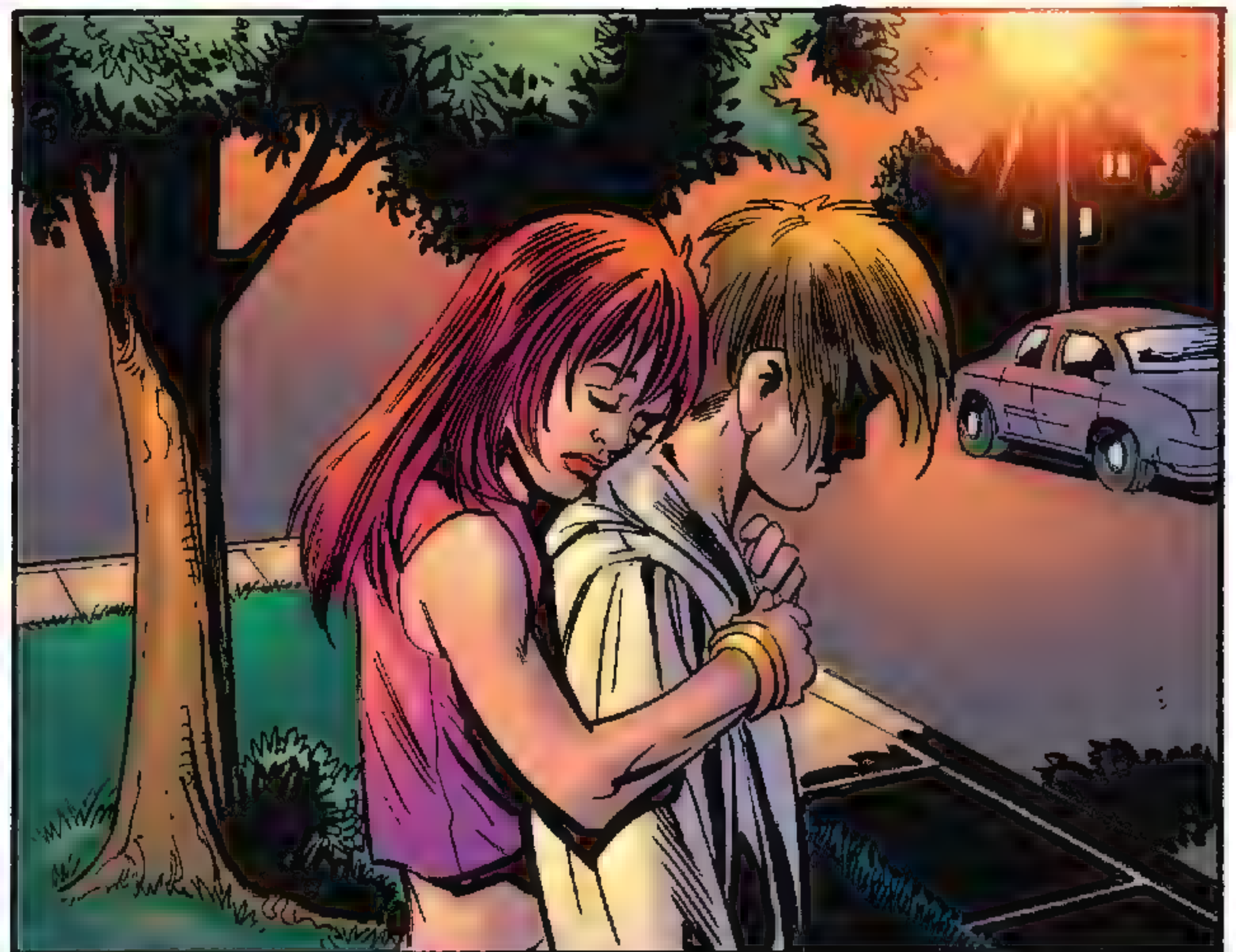
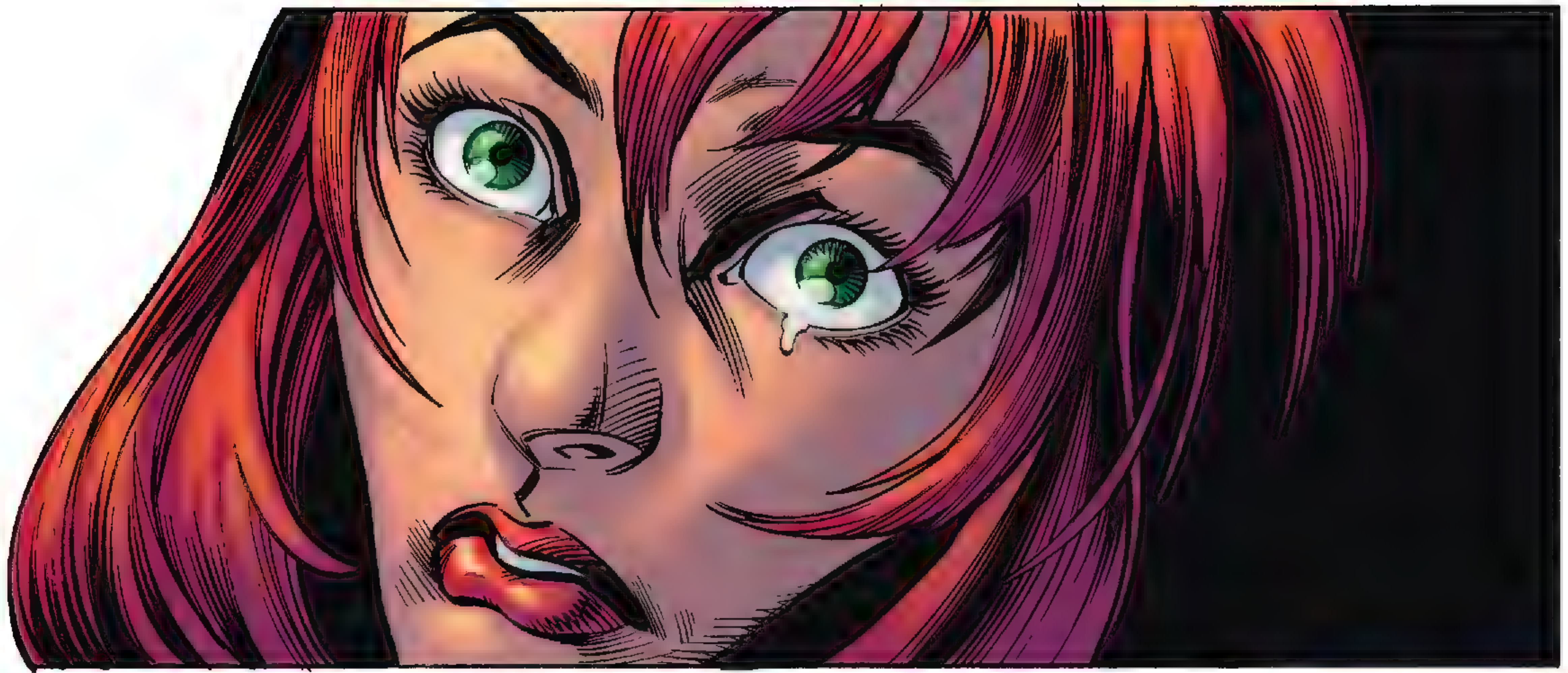
Yes, sir.

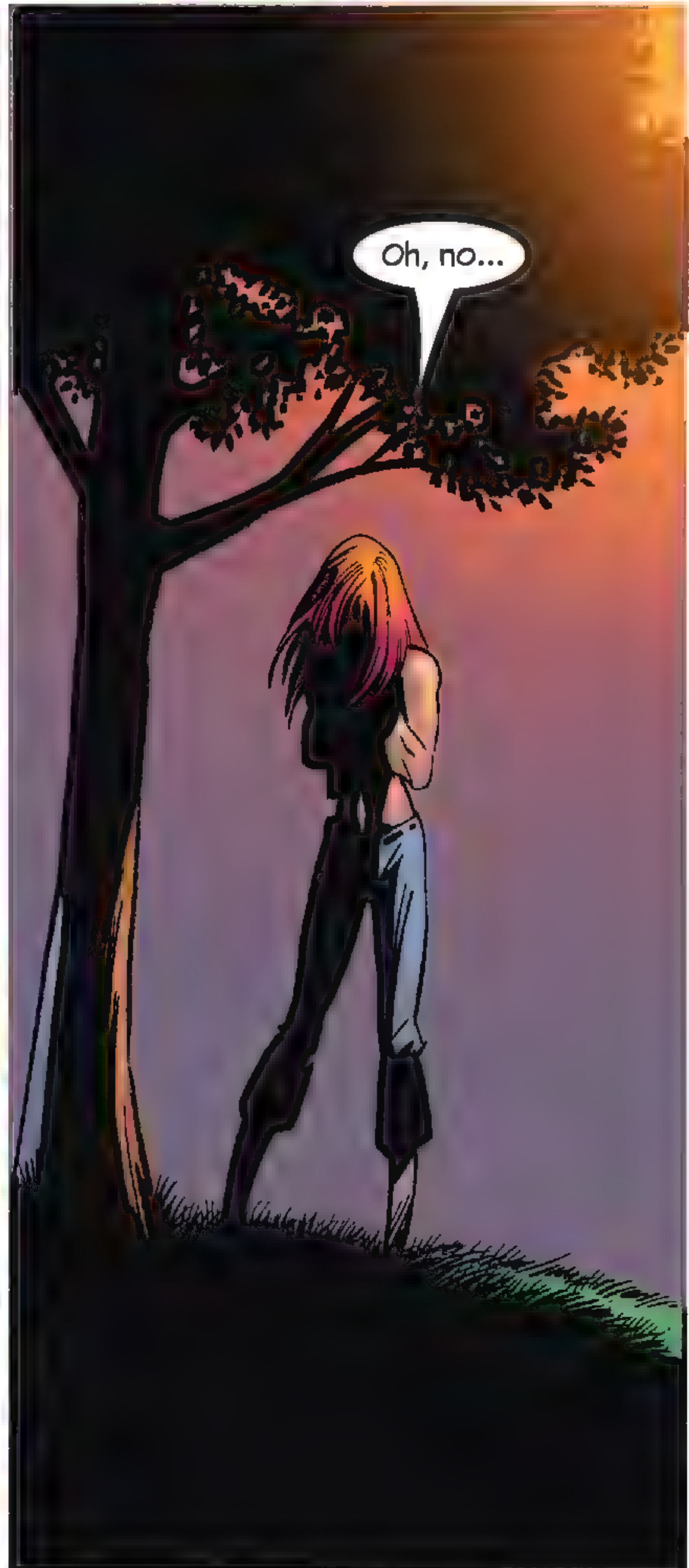


And then I think it's time for Peter Parker to say good-bye to those spider powers.

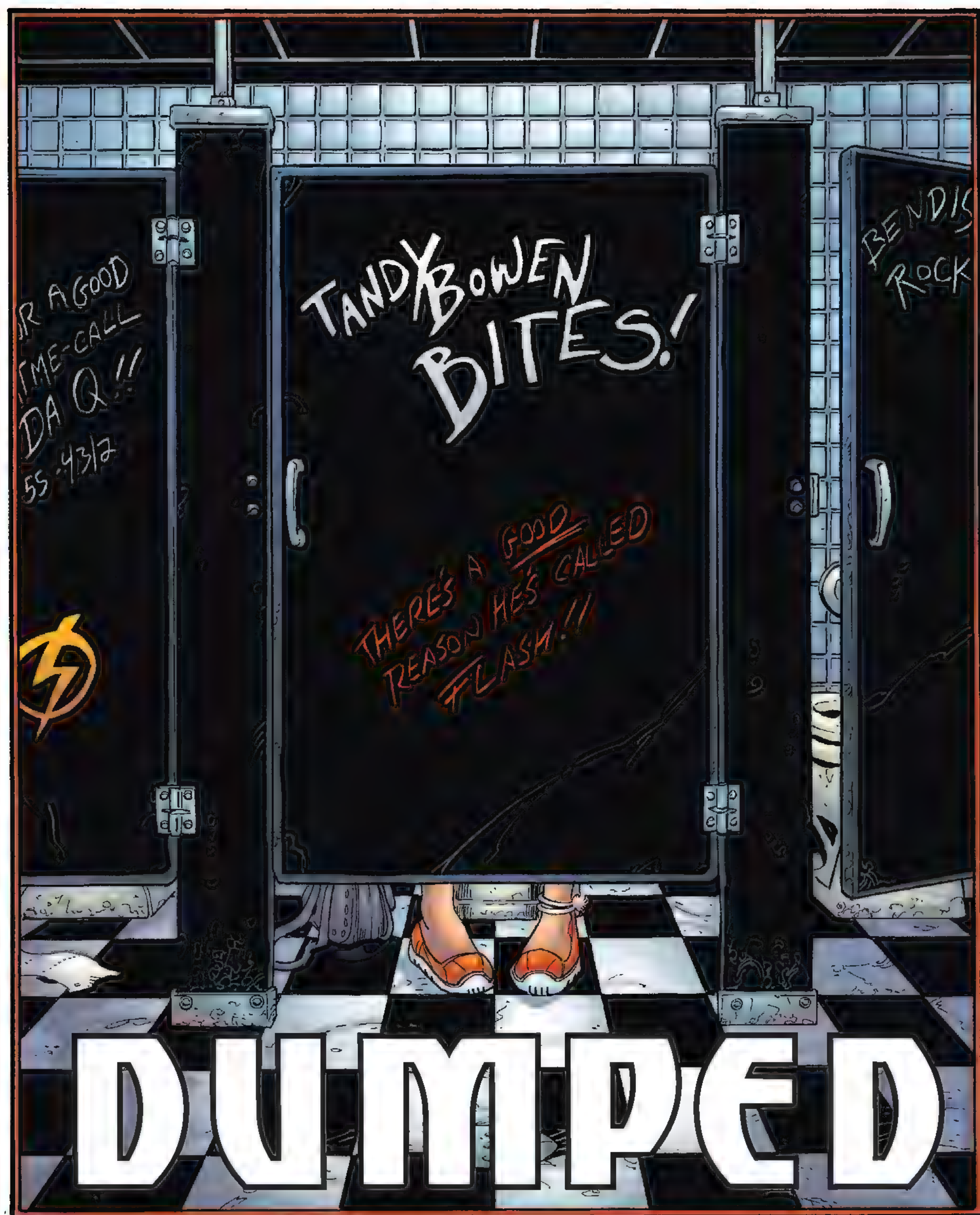
Yes, sir.

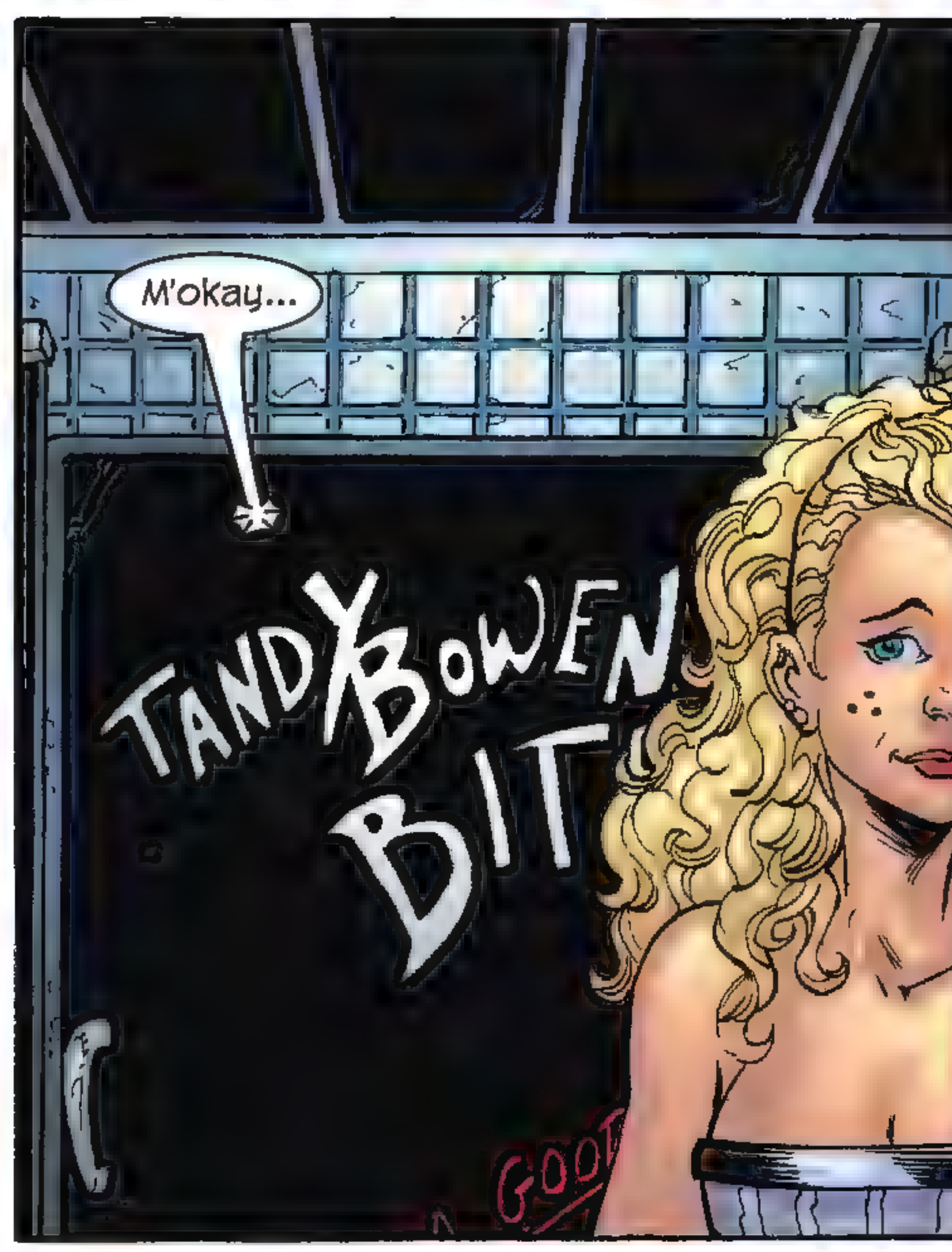
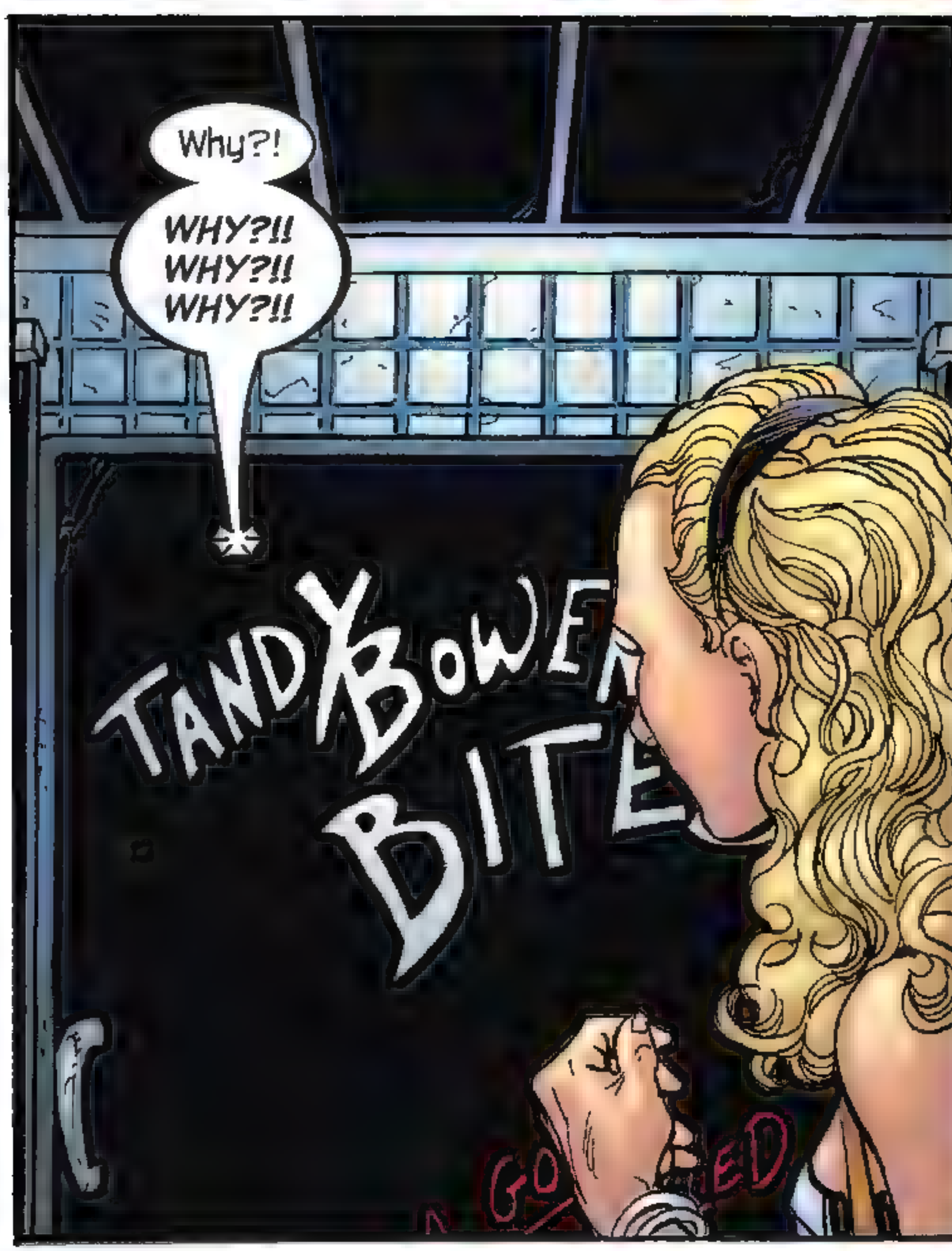
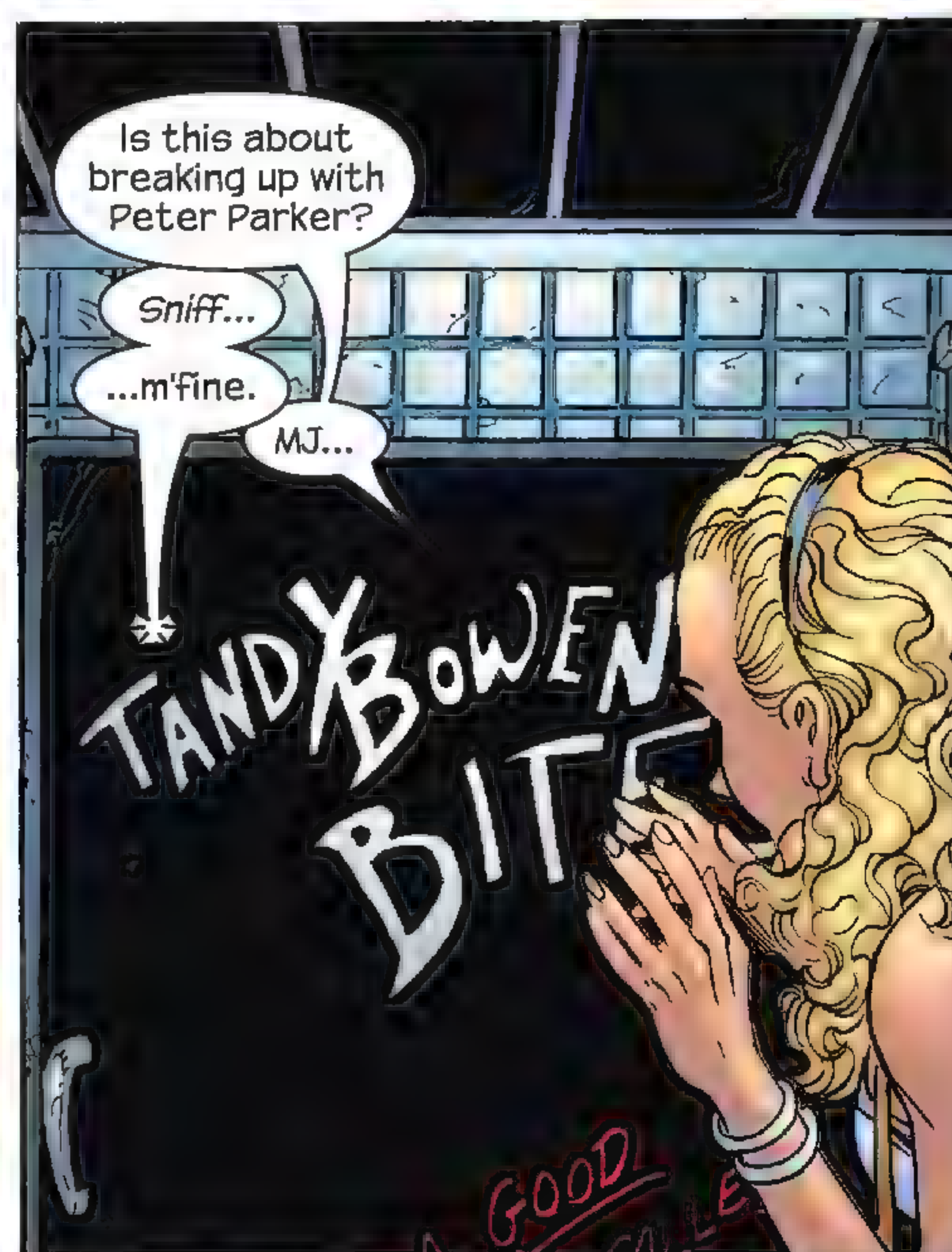
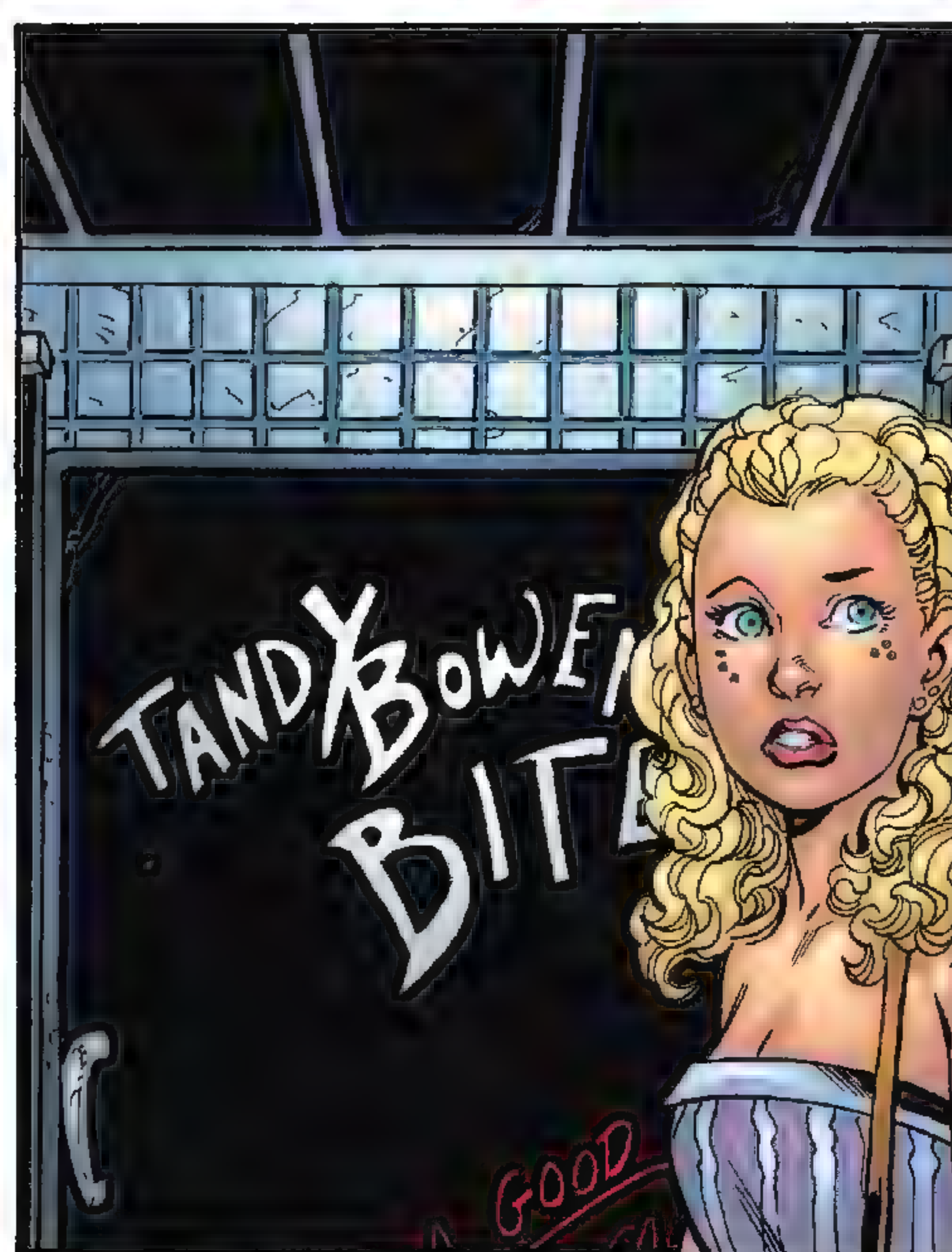
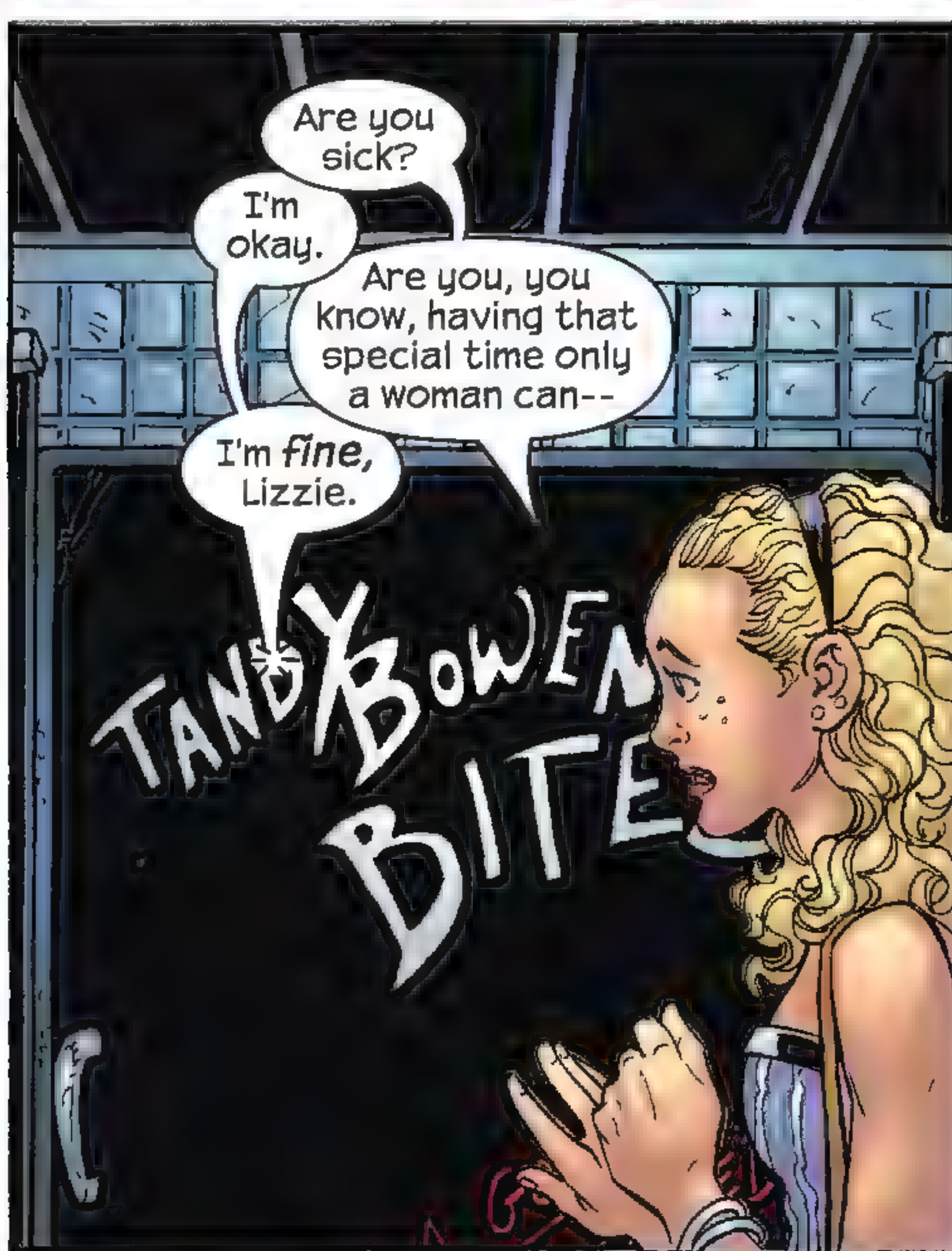
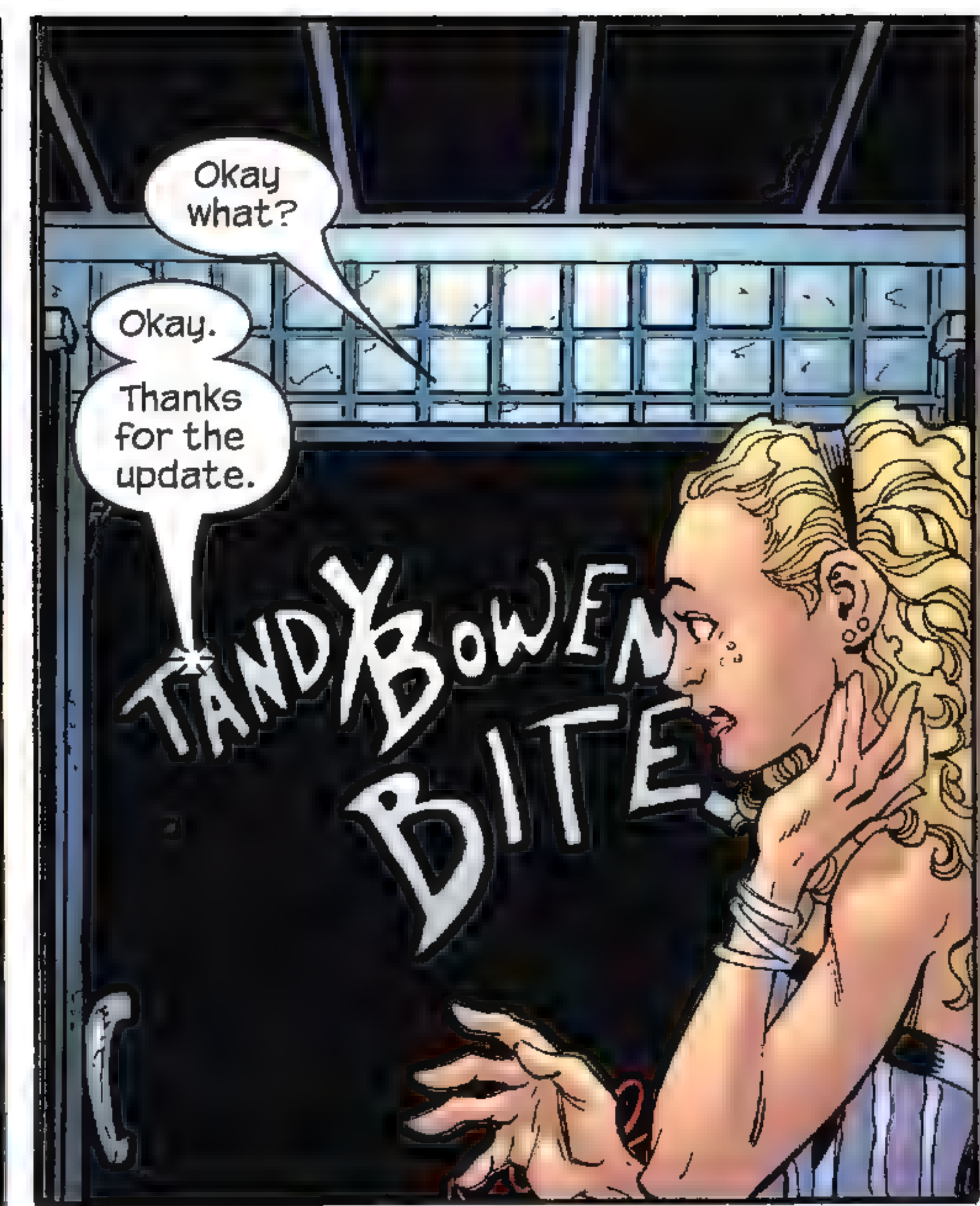
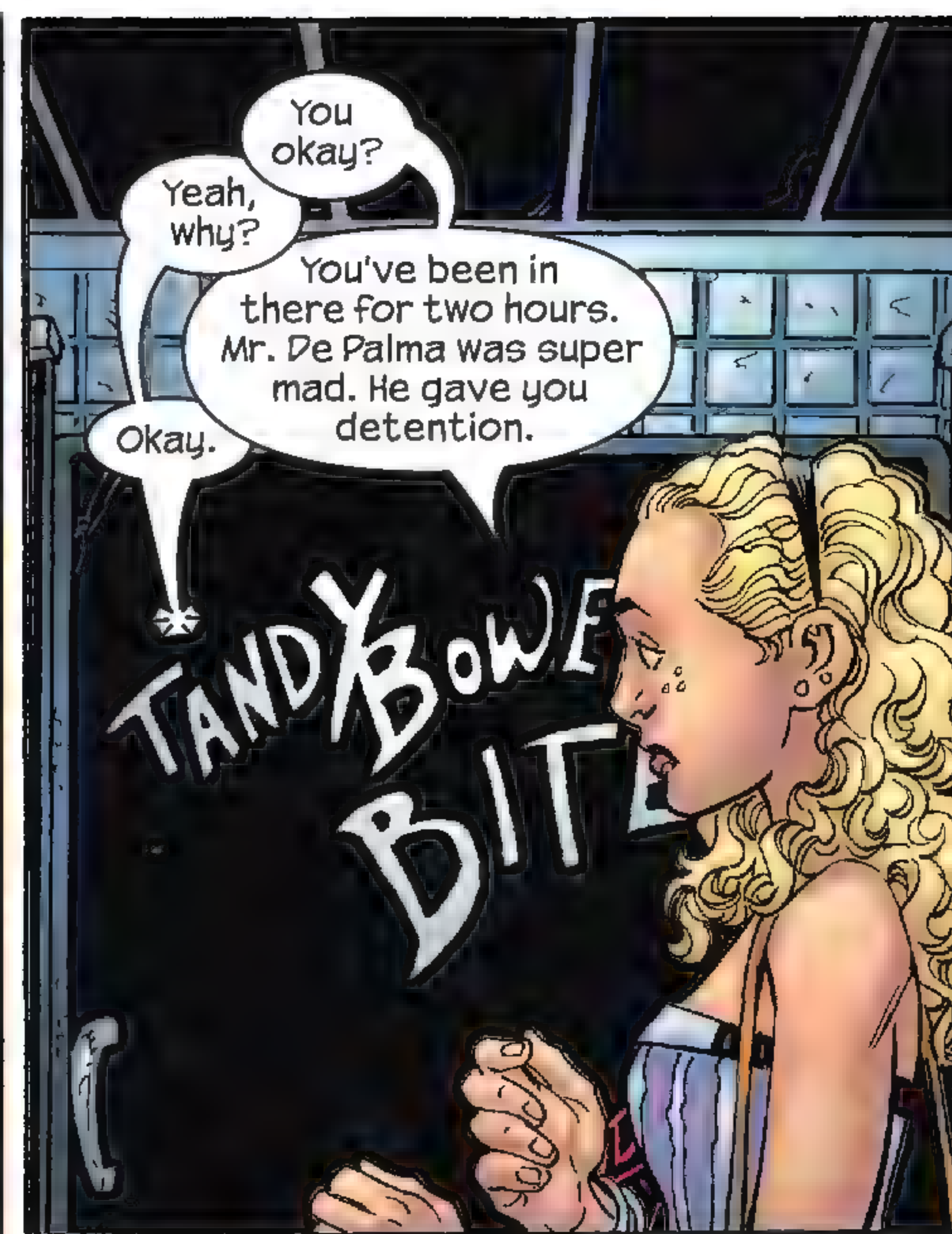














You had to watch a DVD!

A DVD!!

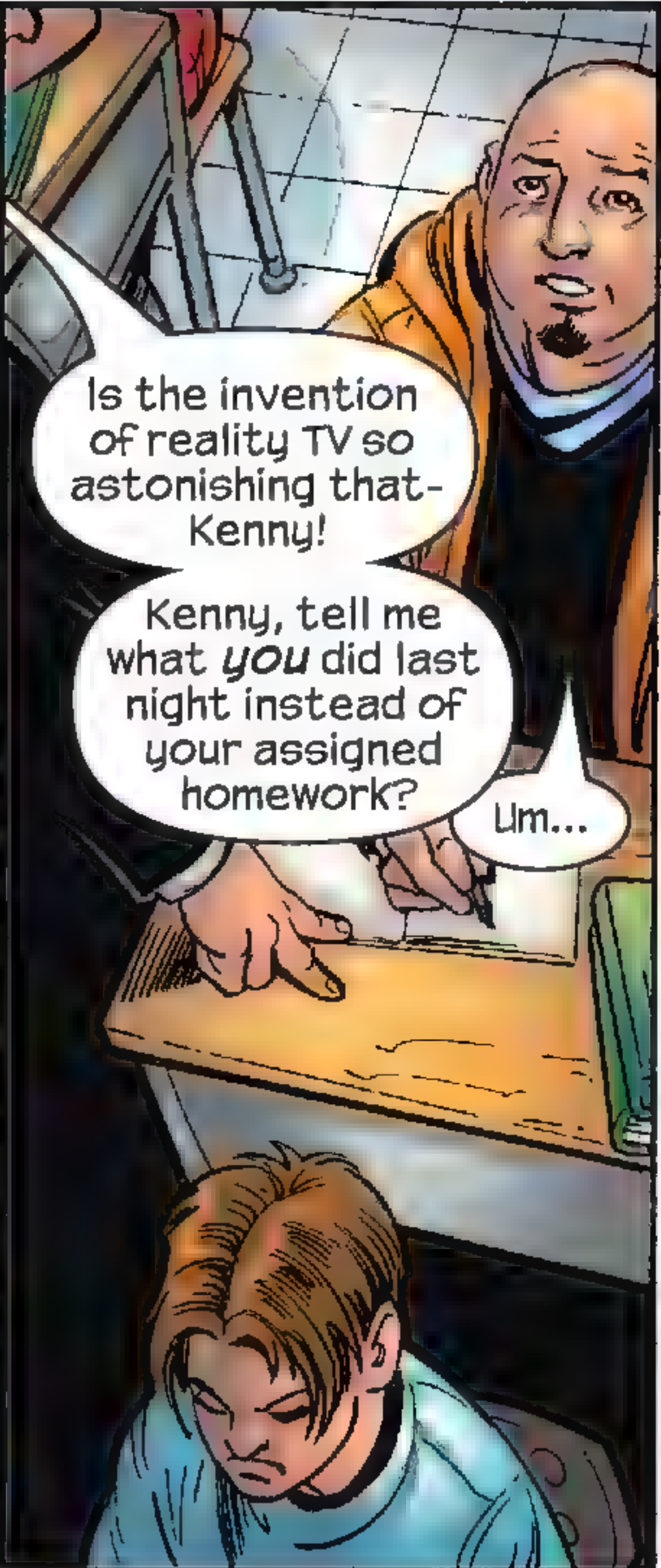
Your homework was to watch a DVD and *still* you did not do it!!



I really want to know!

What is it going to *take* for you people to *do* your homework??

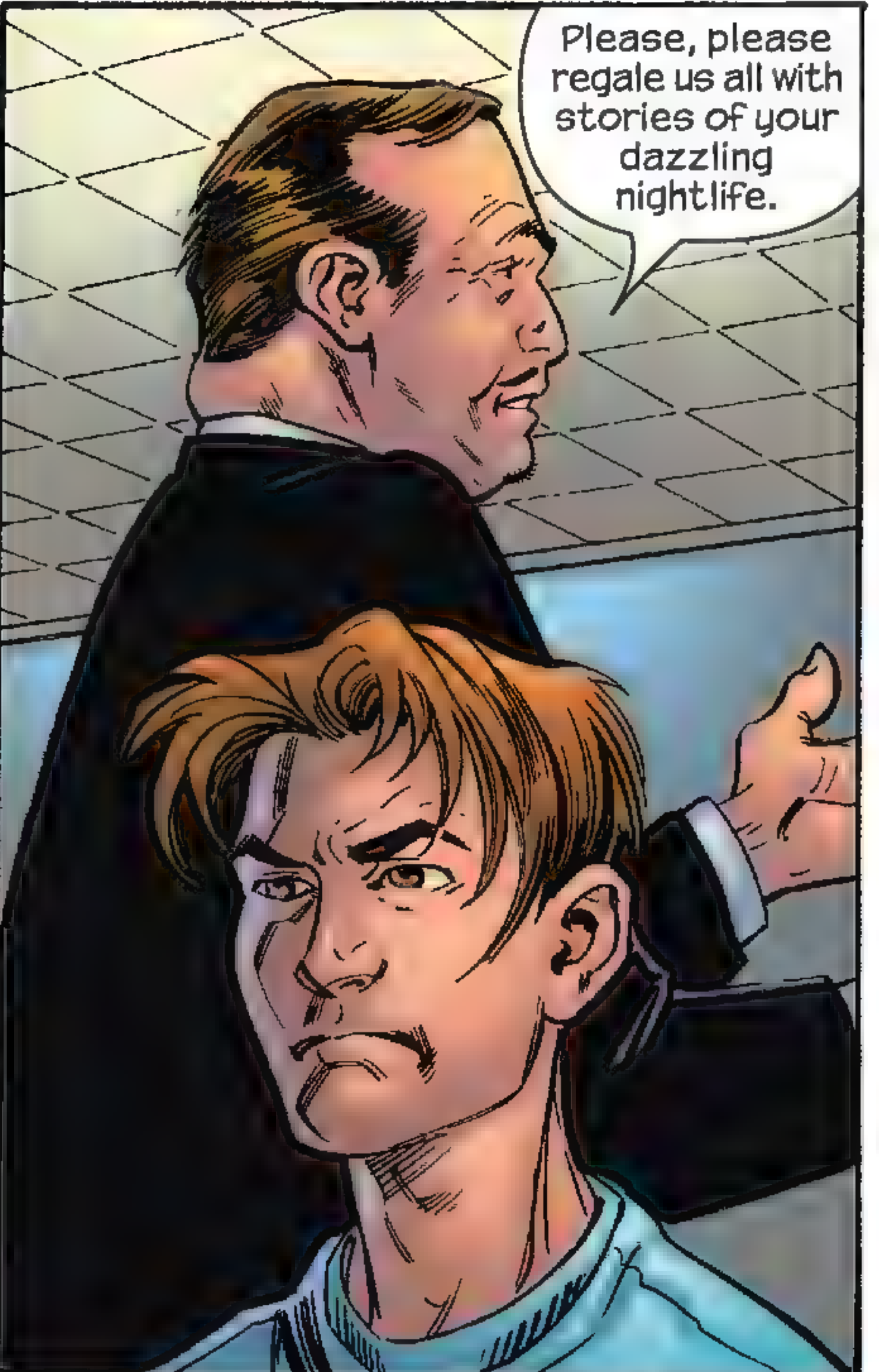
Because I am at my wit's end.



Is the invention of reality TV so astonishing that-Kenny!

Kenny, tell me what *you* did last night instead of your assigned homework?

Um...



Please, please regale us all with stories of your dazzling nightlife.



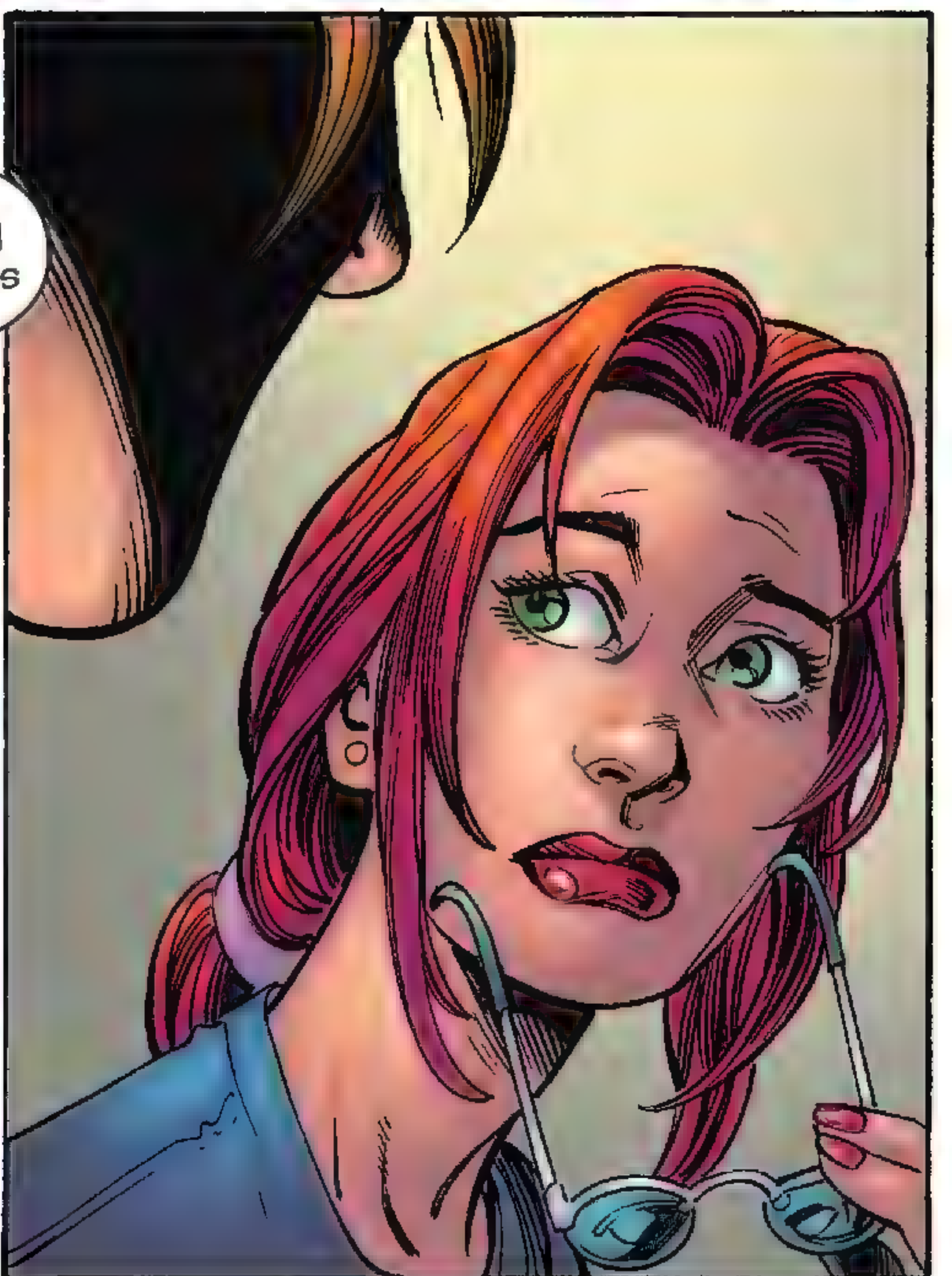
This life of yours that is so *full* that doing homework comes a distant third.

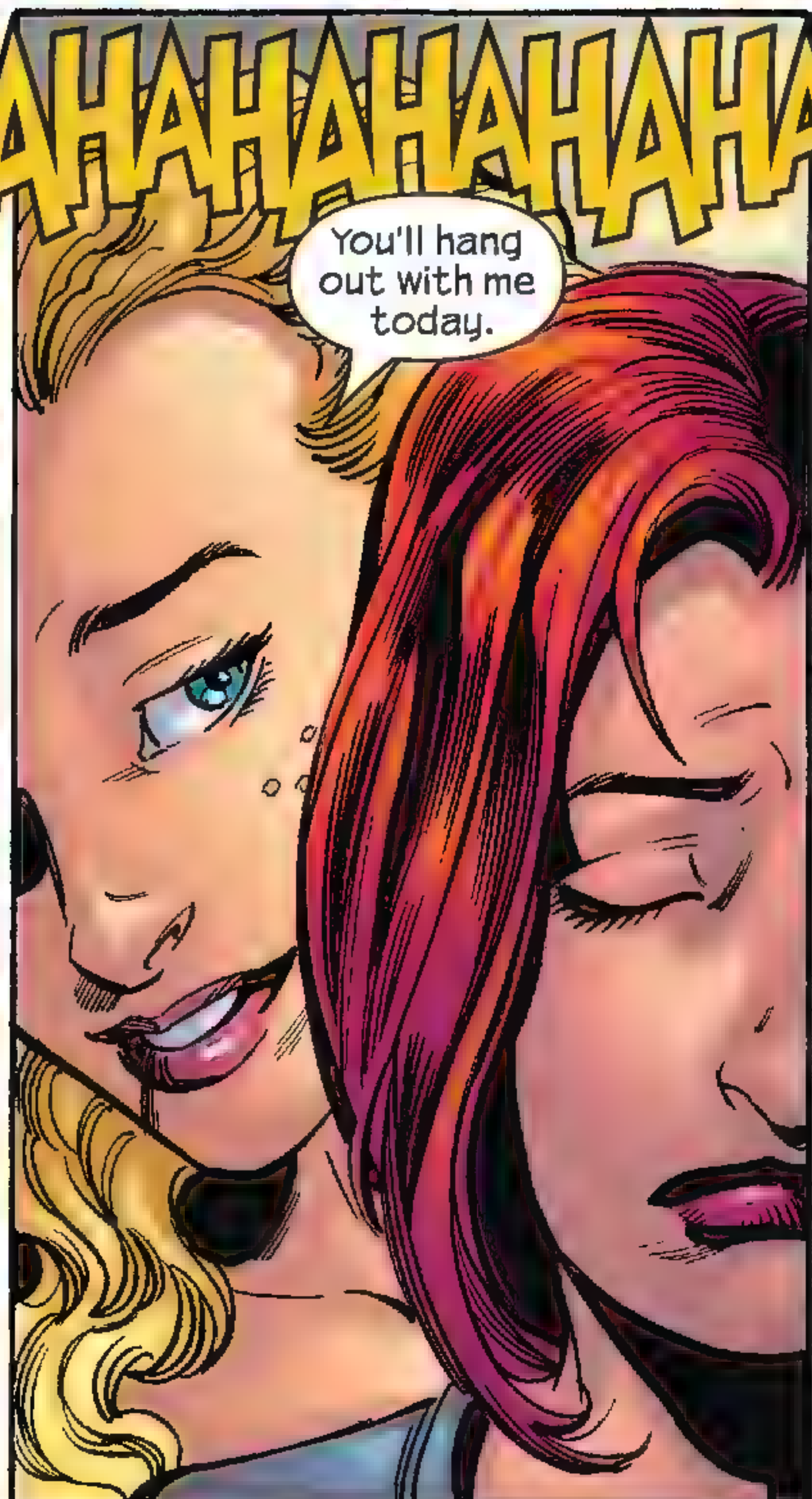
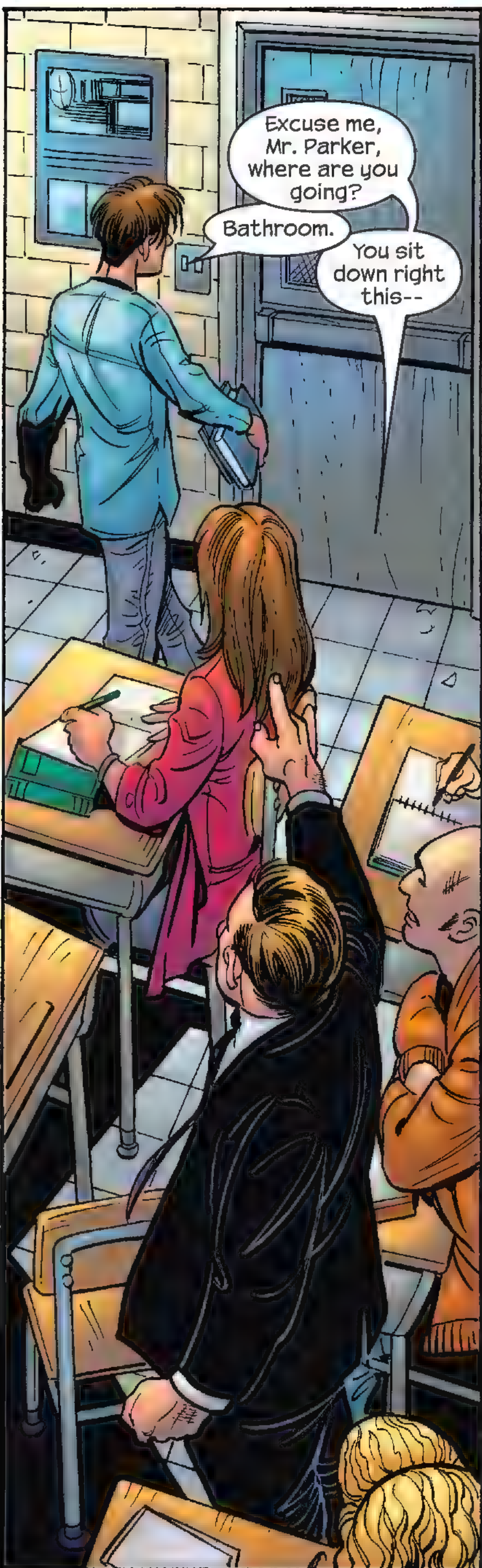
Why are you picking on *me*?



Oh, you think *this* is picking on you, young man? Wait until your parents get your midterm grade.

Well, what would you all like to discuss then?







Oh my God-
I totally forgot
to tell you--

What?

I'm totally
in the doghouse
at home.

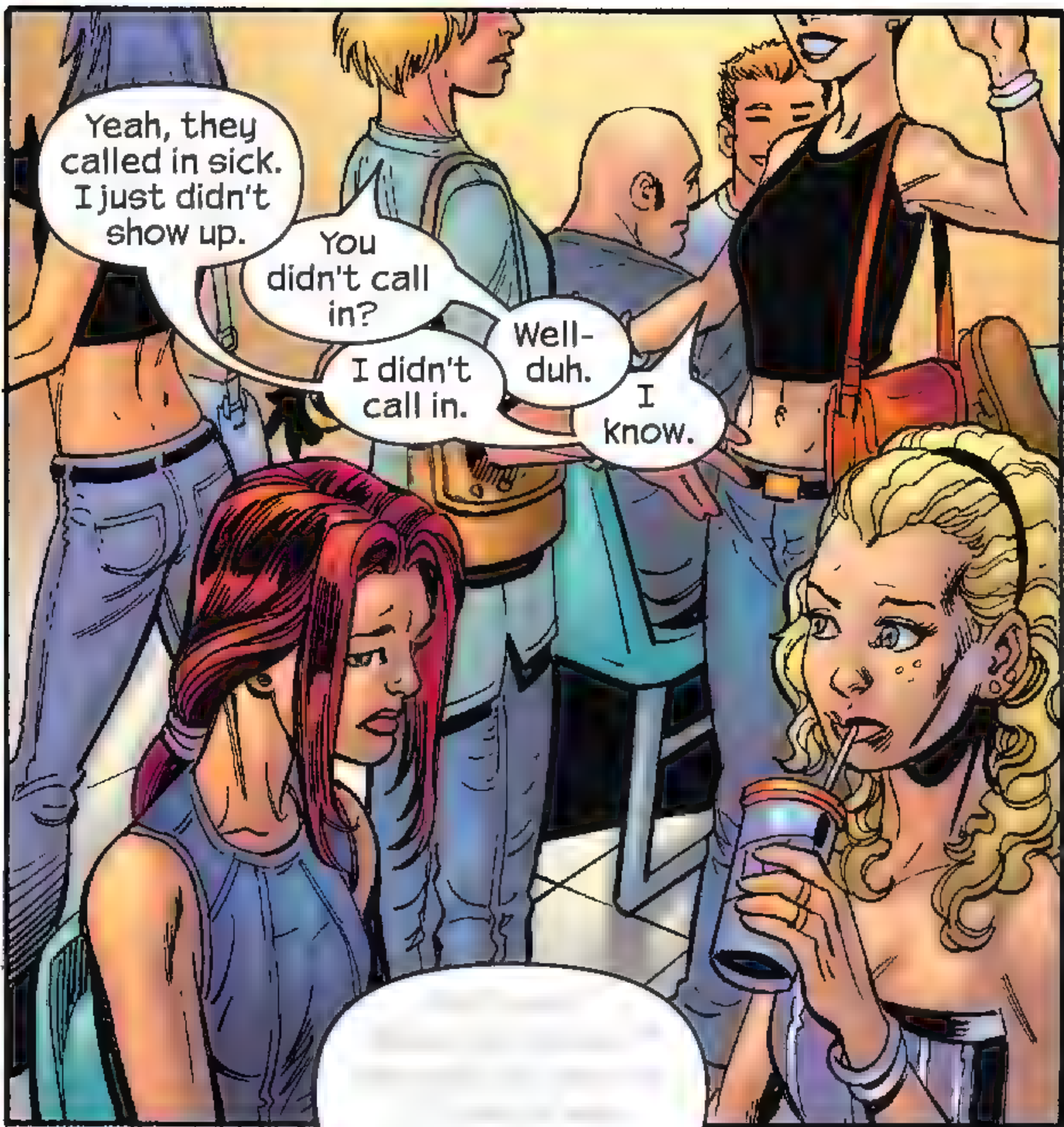
Why?



I totally
took off for
senior skip
day.

You are
so totally
grounded
and--

Why?
Everybody
skipped for
senior skip
day.



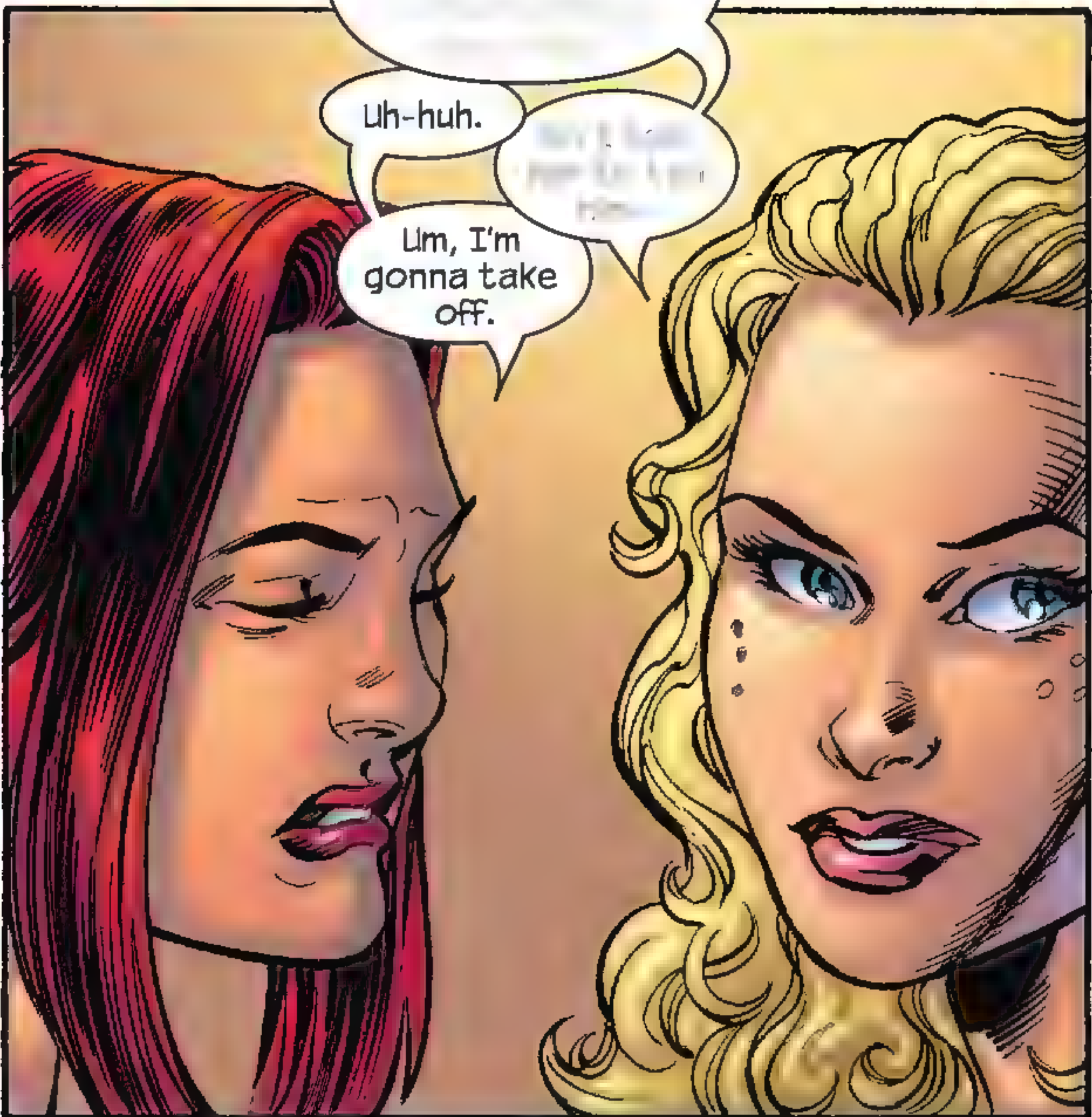
Yeah, they
called in sick.
I just didn't
show up.

You
didn't call
in?

I didn't
call in.

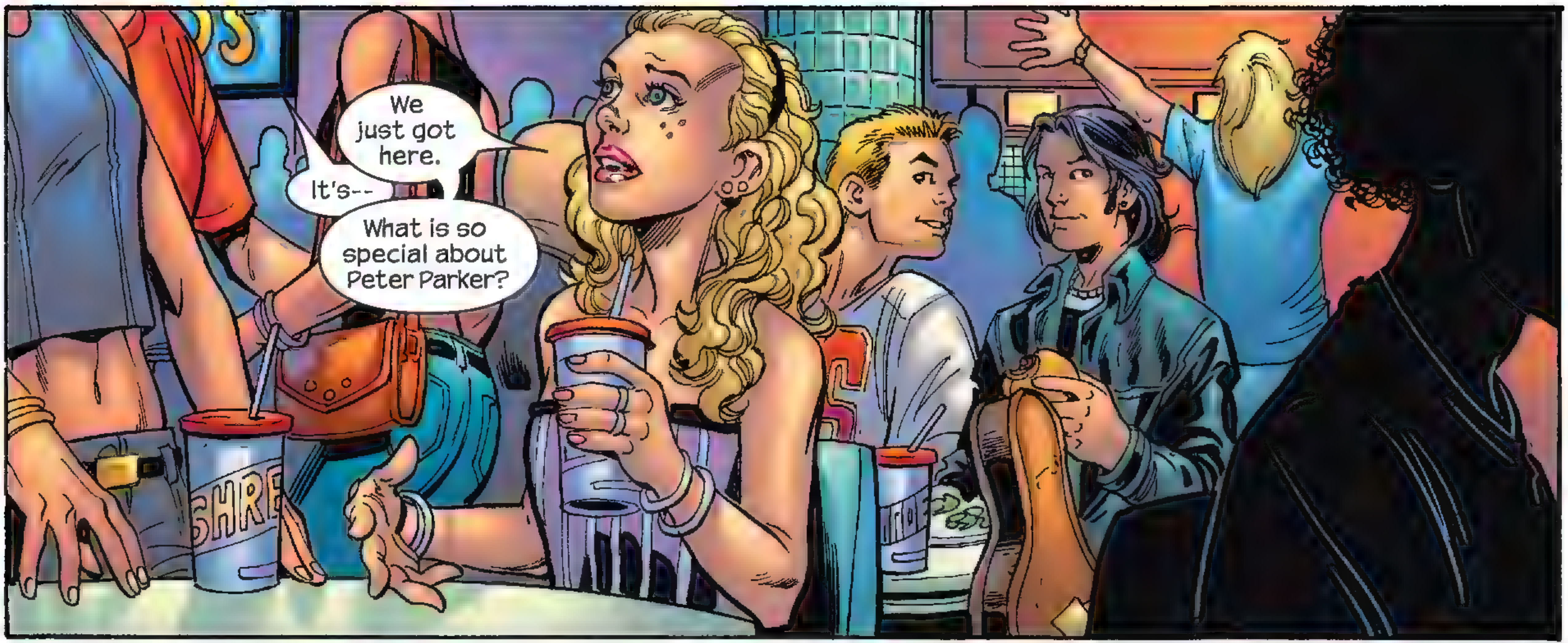
Well-
duh.

I
know.

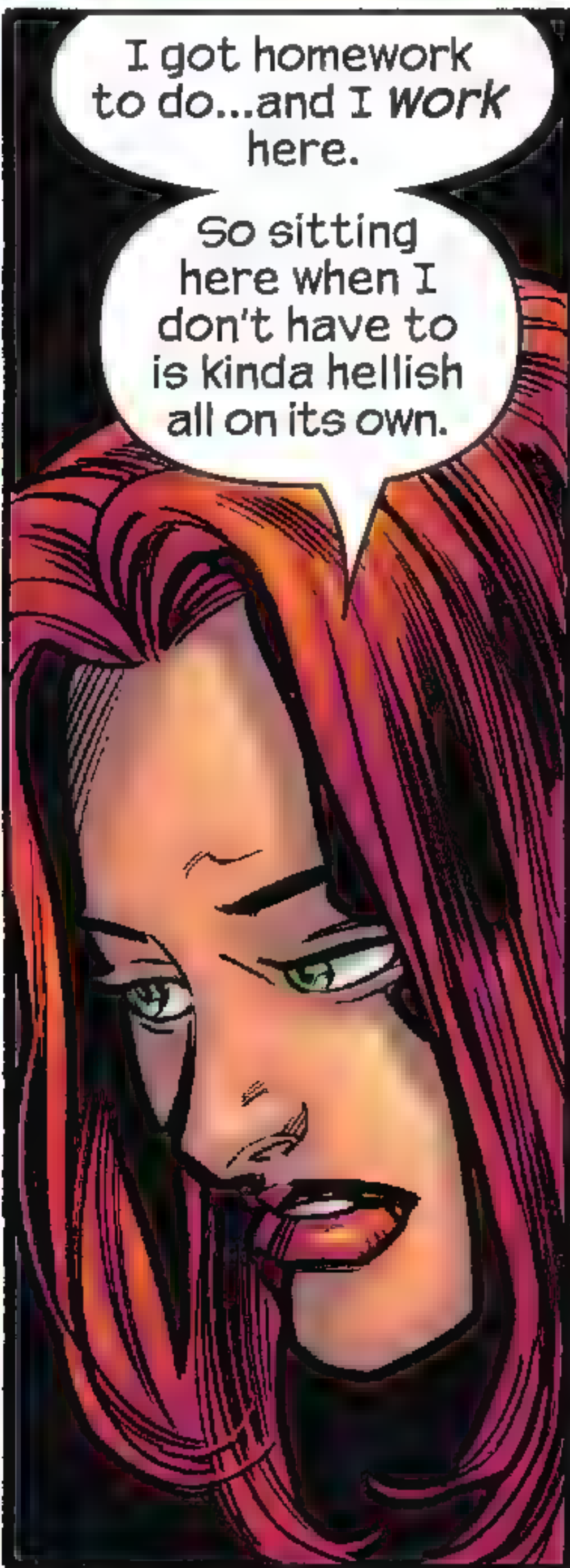
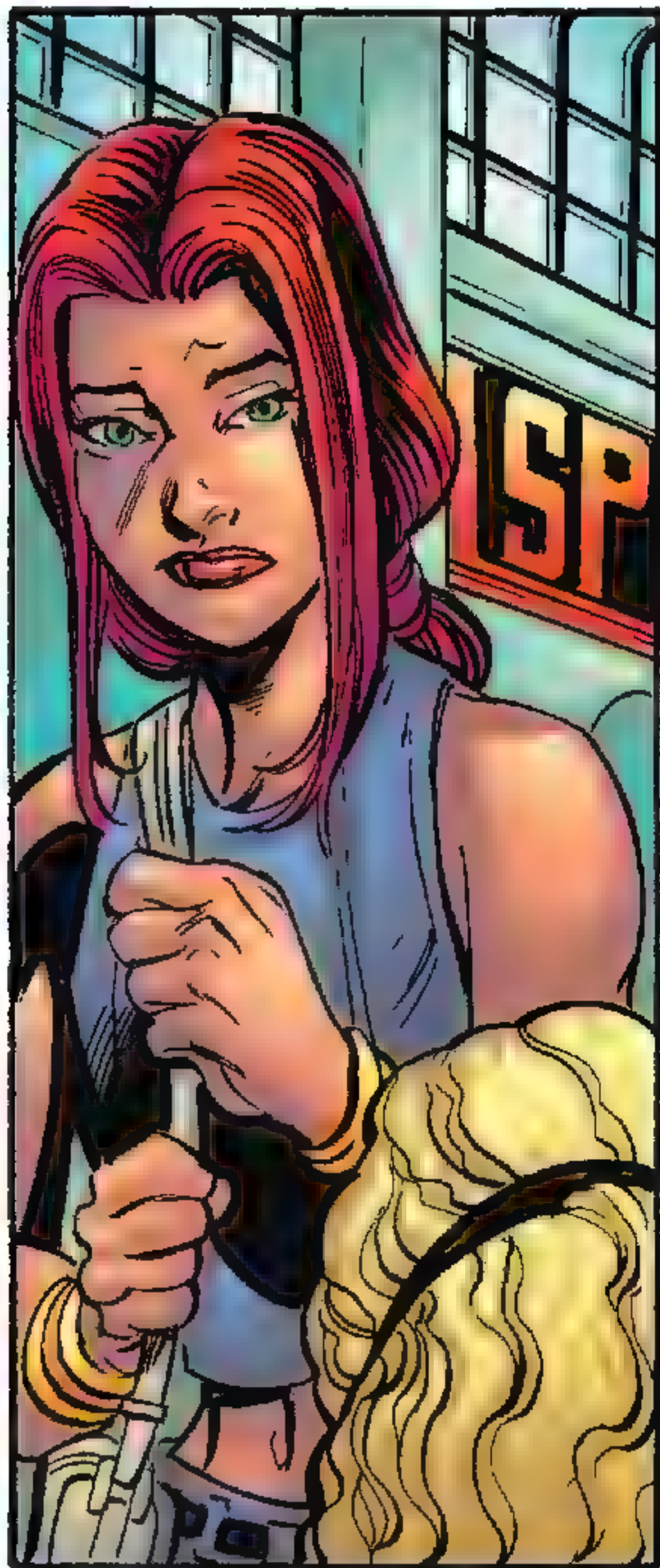


Uh-huh.

Um, I'm
gonna take
off.



We just got here.
It's--
What is so special about Peter Parker?



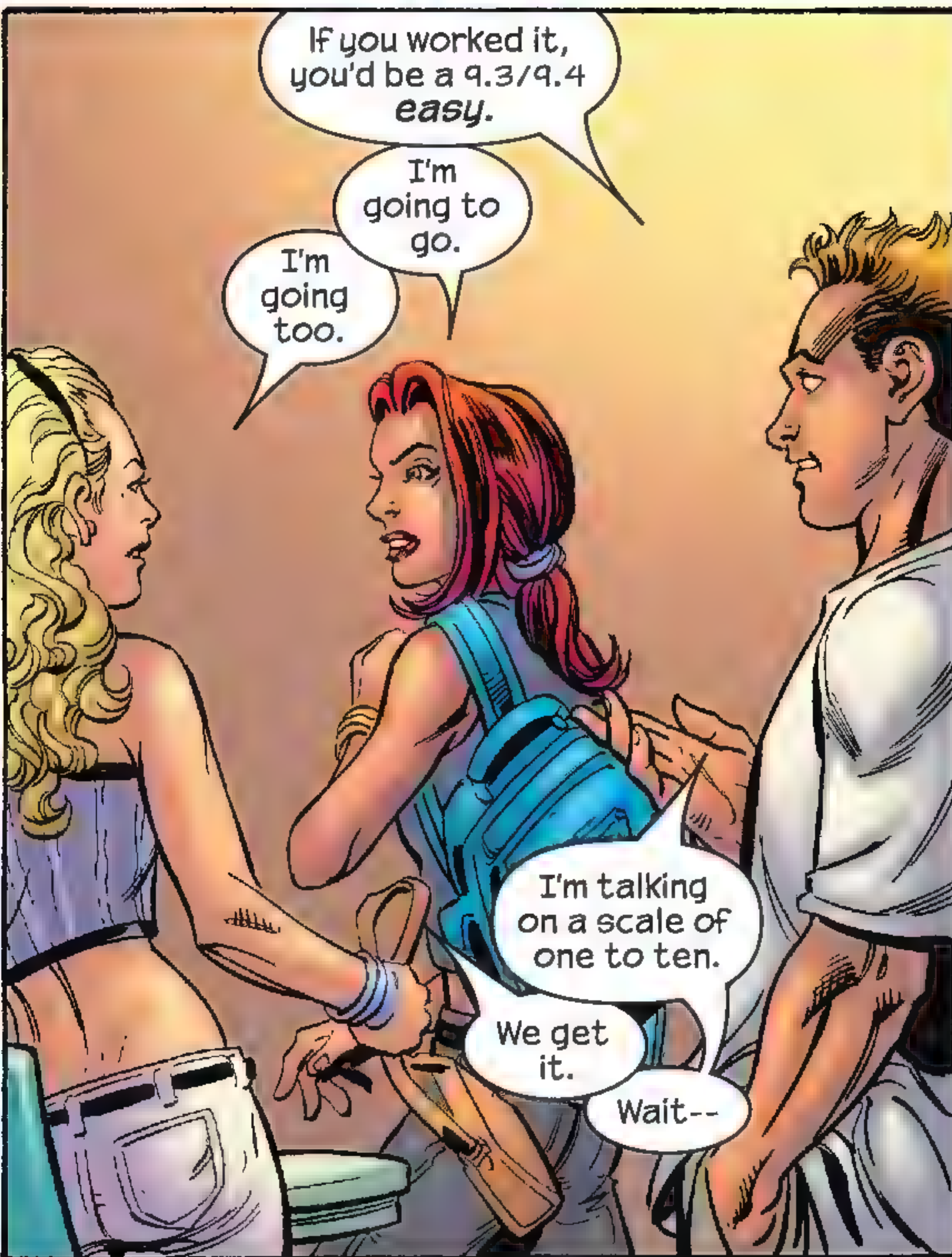
I got homework to do...and I *work* here.
So sitting here when I don't have to is kinda hellish all on its own.



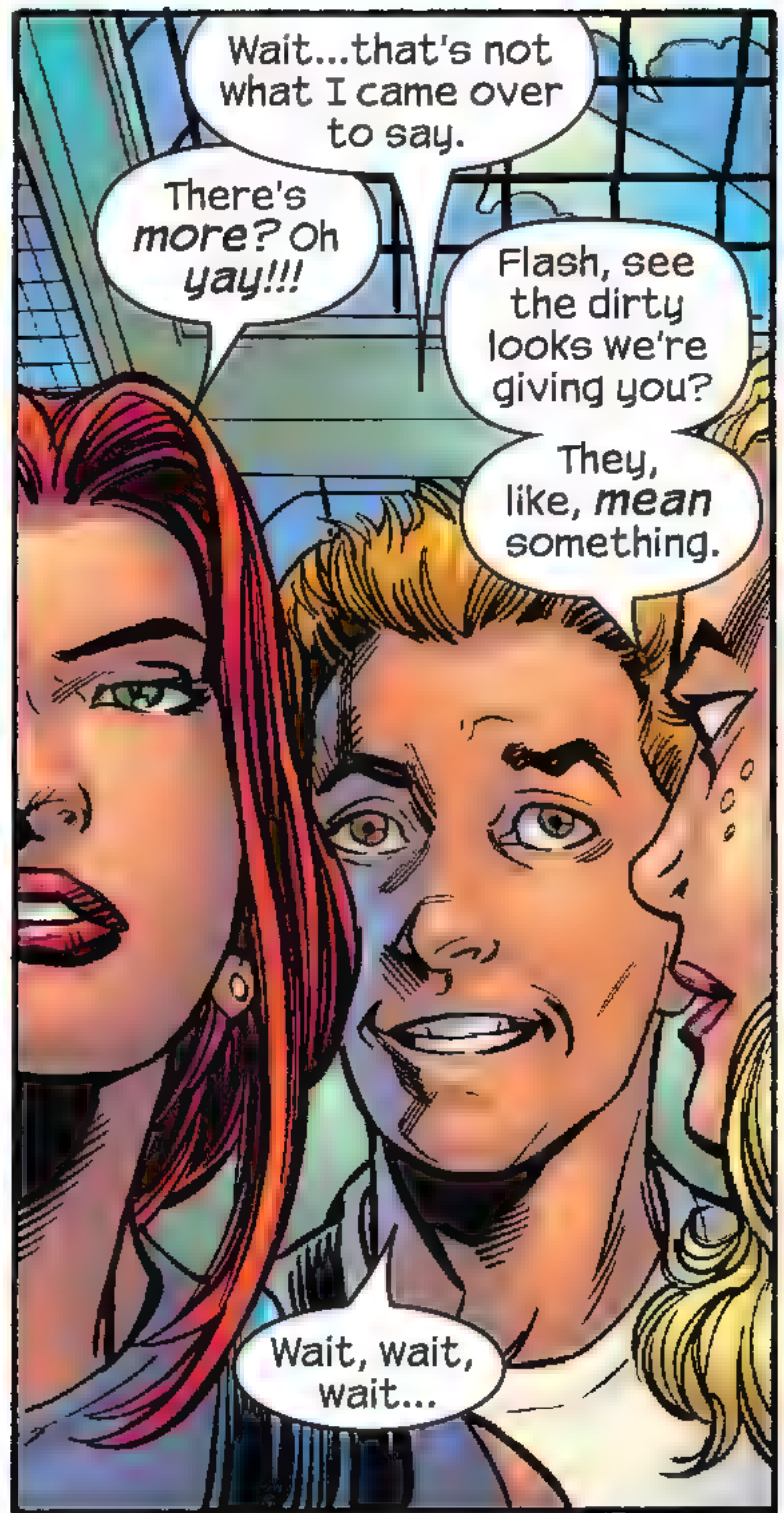
You said you'd hang out with us.
I know. I love you. I just--
Parker dumped *you*? That's, like, insane to me.
You're, like, an 8.4 and he's, like, a 4.8.



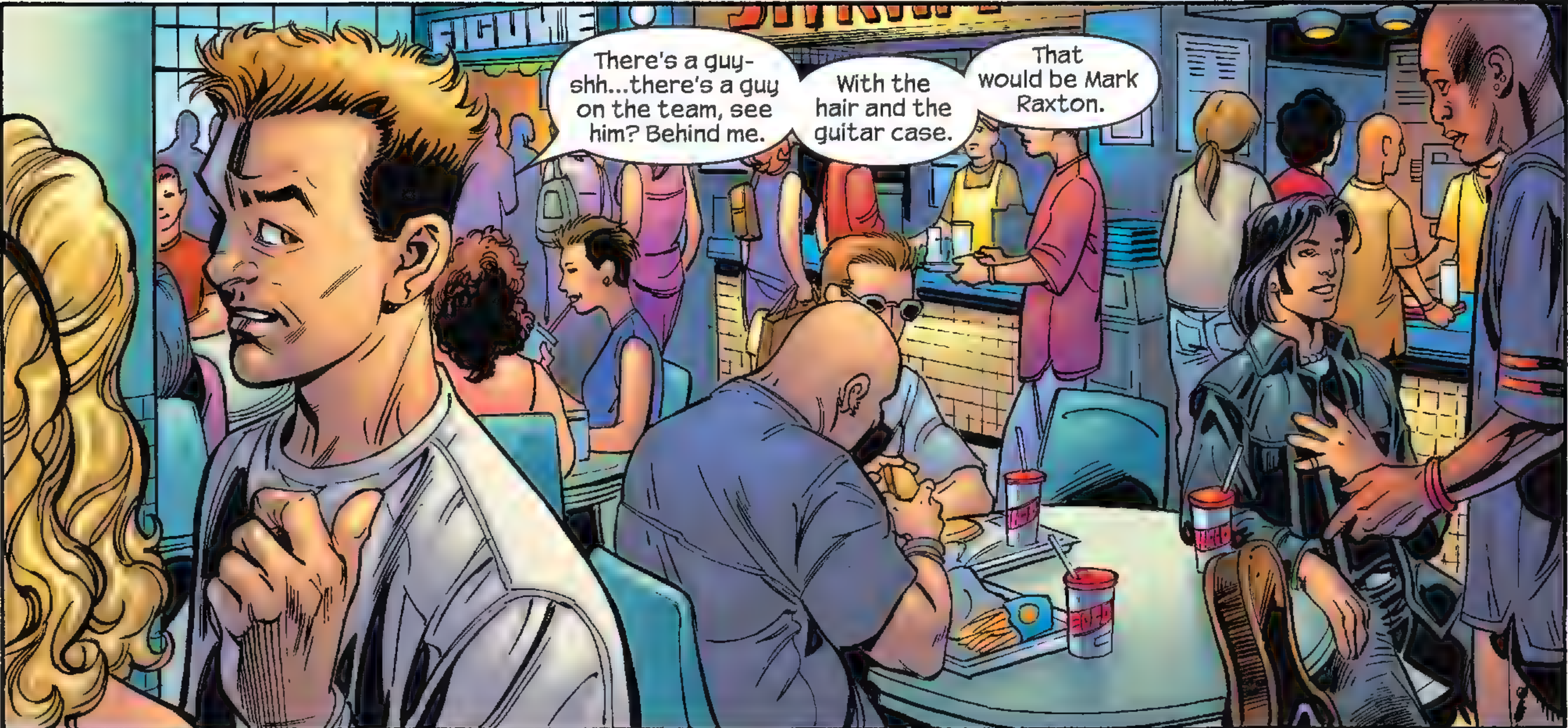
Hey! That's a compliment!
You're *almost* a nine!
And that's *with* you wearing glasses and dressing like you work on a farm.



If you worked it, you'd be a 9.3/9.4 *easy*.
I'm going to go.
I'm going too.
I'm talking on a scale of one to ten.
We get it.
Wait--



Wait...that's not what I came over to say.
There's *more*? Oh yay!!!
Flash, see the dirty looks we're giving you?
They, like, *mean* something.
Wait, wait, wait...



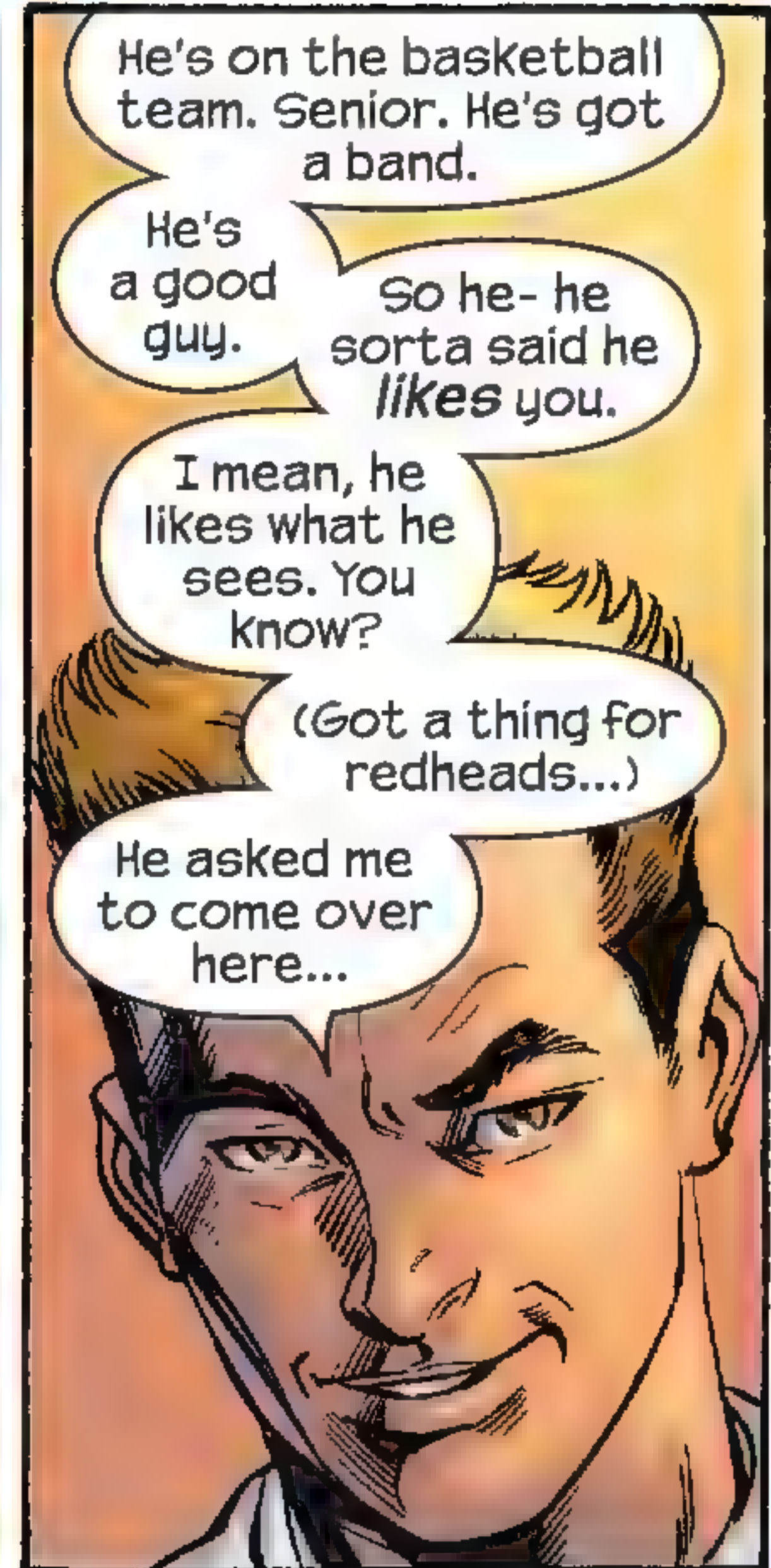
There's a guy-shh...there's a guy on the team, see him? Behind me.

With the hair and the guitar case.

That would be Mark Raxton.



Keep talking.



He's on the basketball team. Senior. He's got a band.

He's a good guy.

So he- he sorta said he likes you.

I mean, he likes what he sees. You know?

(Got a thing for redheads...)

He asked me to come over here...



That's okay.

No, he's not like me, he's--

A nice guy.

I'm not looking for--

Well, yeah, I mean, he's a good guy.

Seriously?? Because of Parker?

Flash!

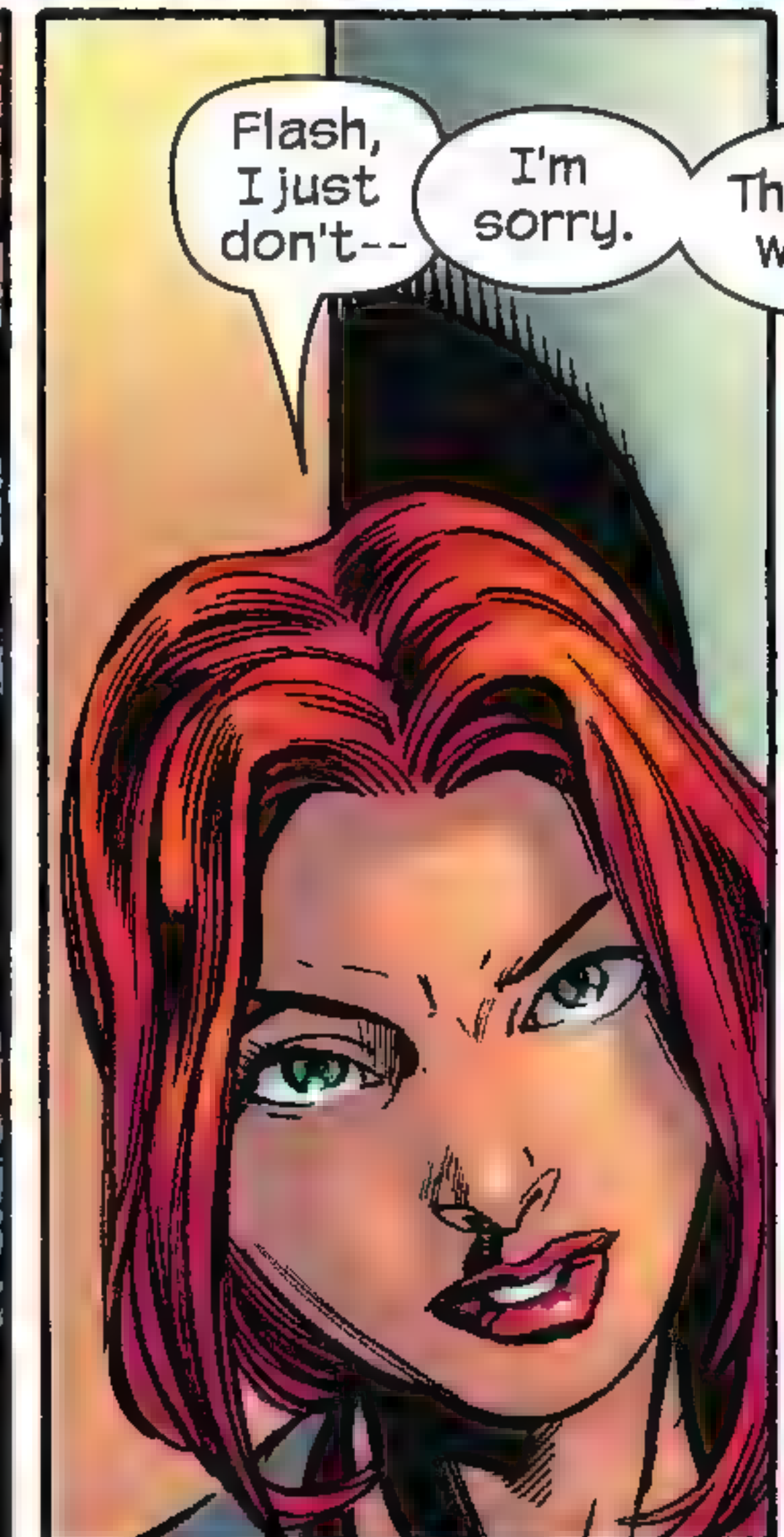
He's a senior!



I swear!

Someone please explain to me...

What is so frickin' special about Peter Parker?



Flash, I just don't--



I'm sorry.

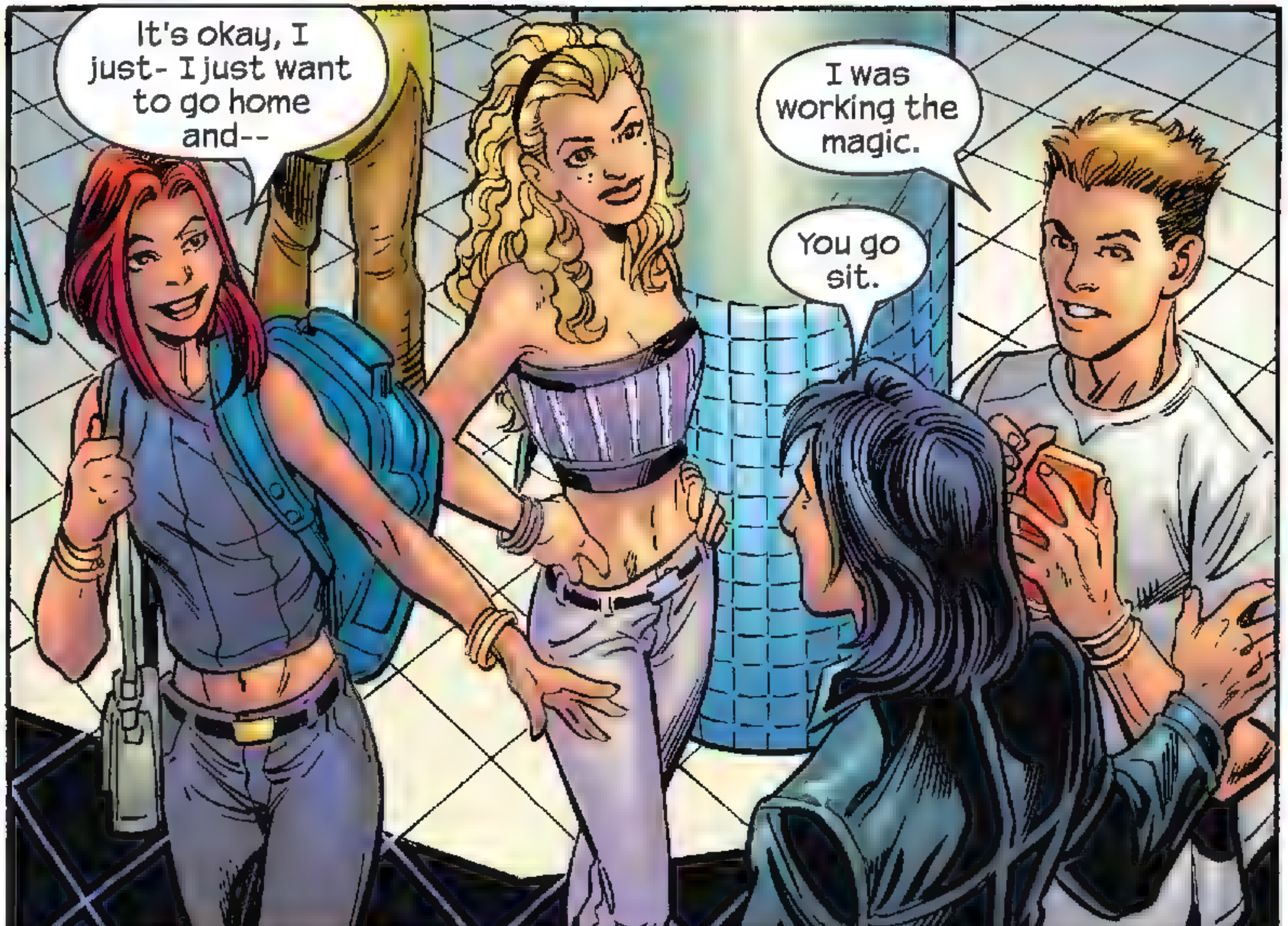
This was wrong.

So wrong!

Hey!

I was just doing what you--

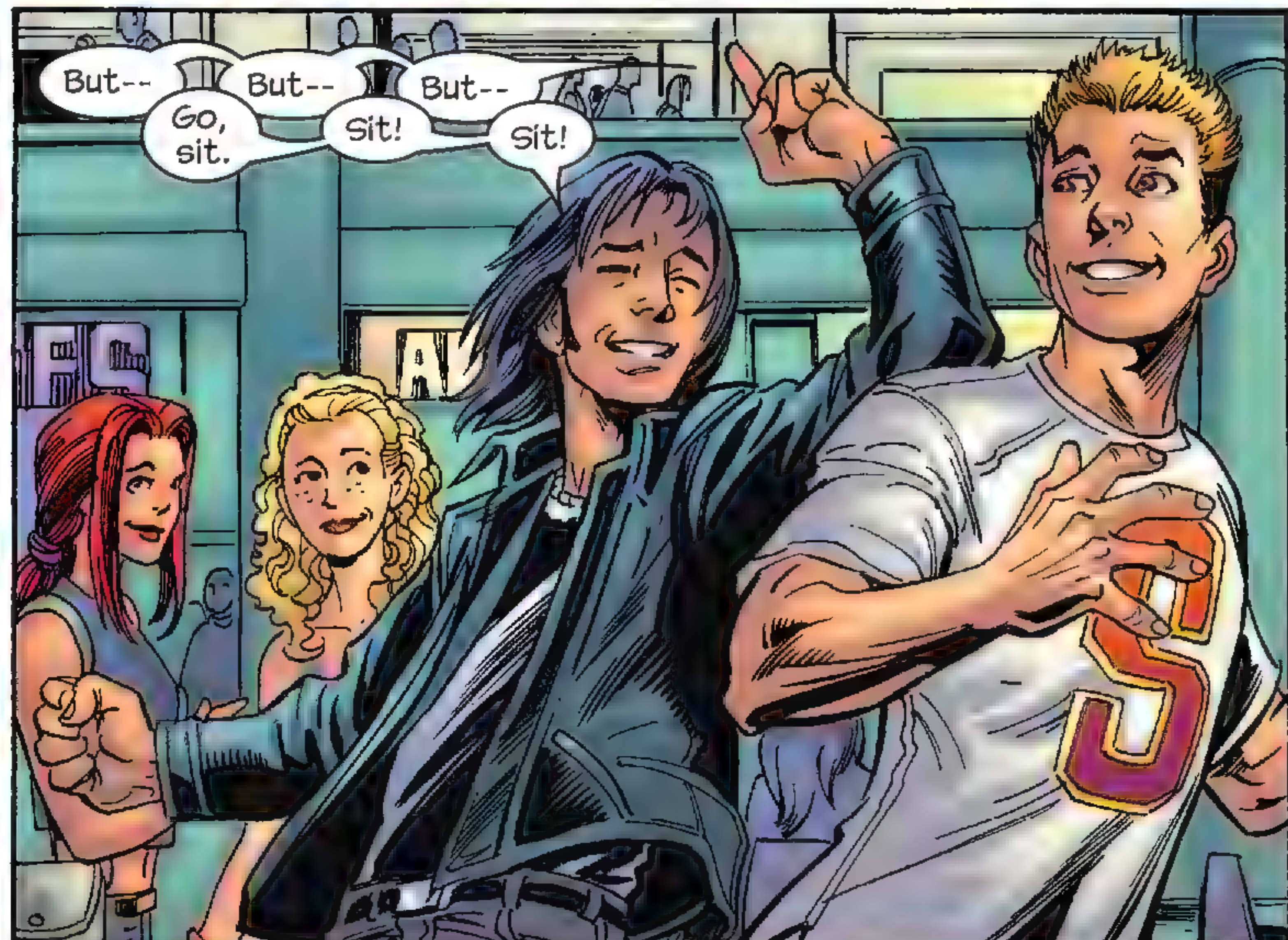
As soon as he left our table, I knew it was a bad idea to let him come over like this.



It's okay, I just- I just want to go home and--

I was working the magic.

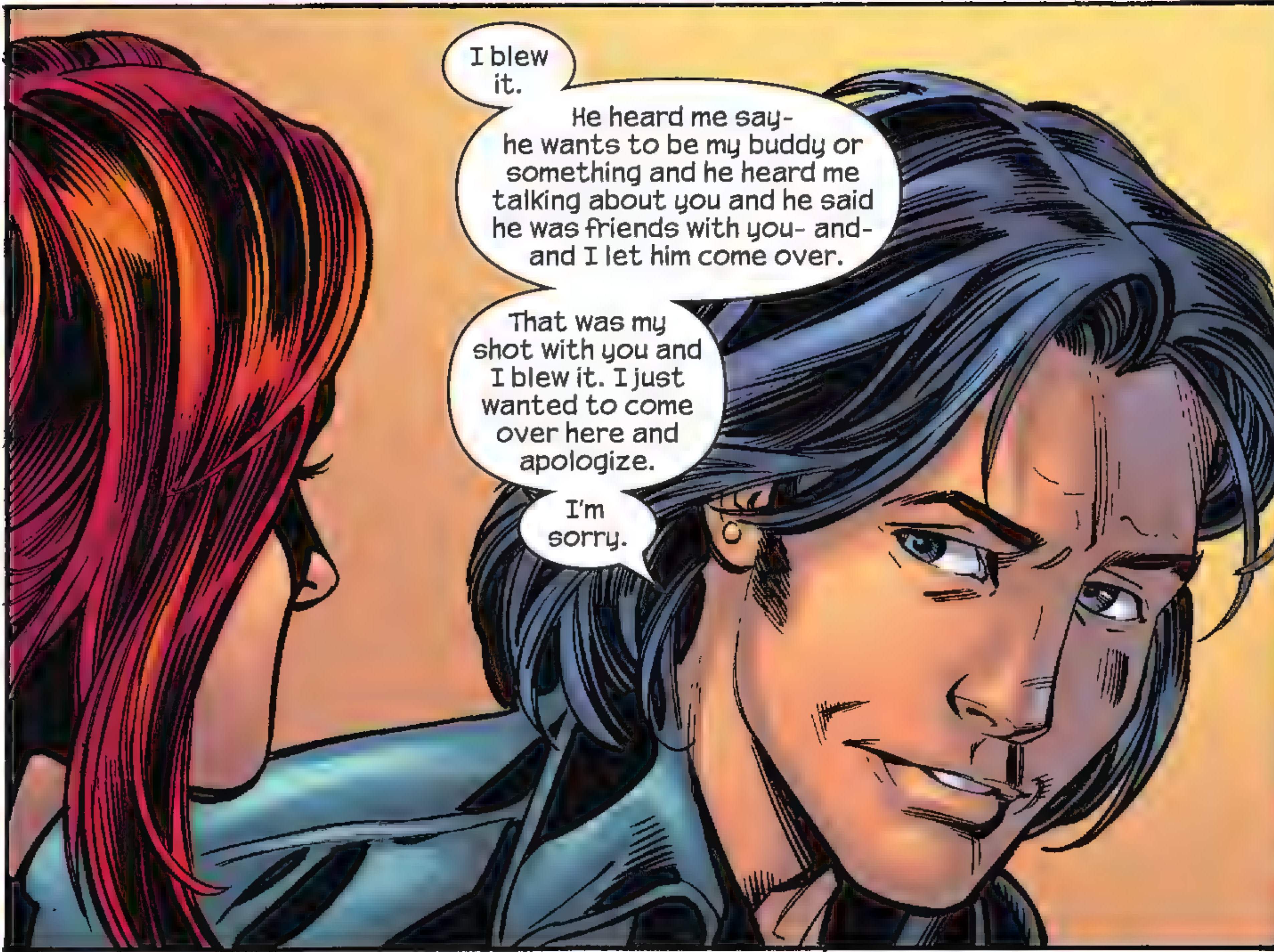
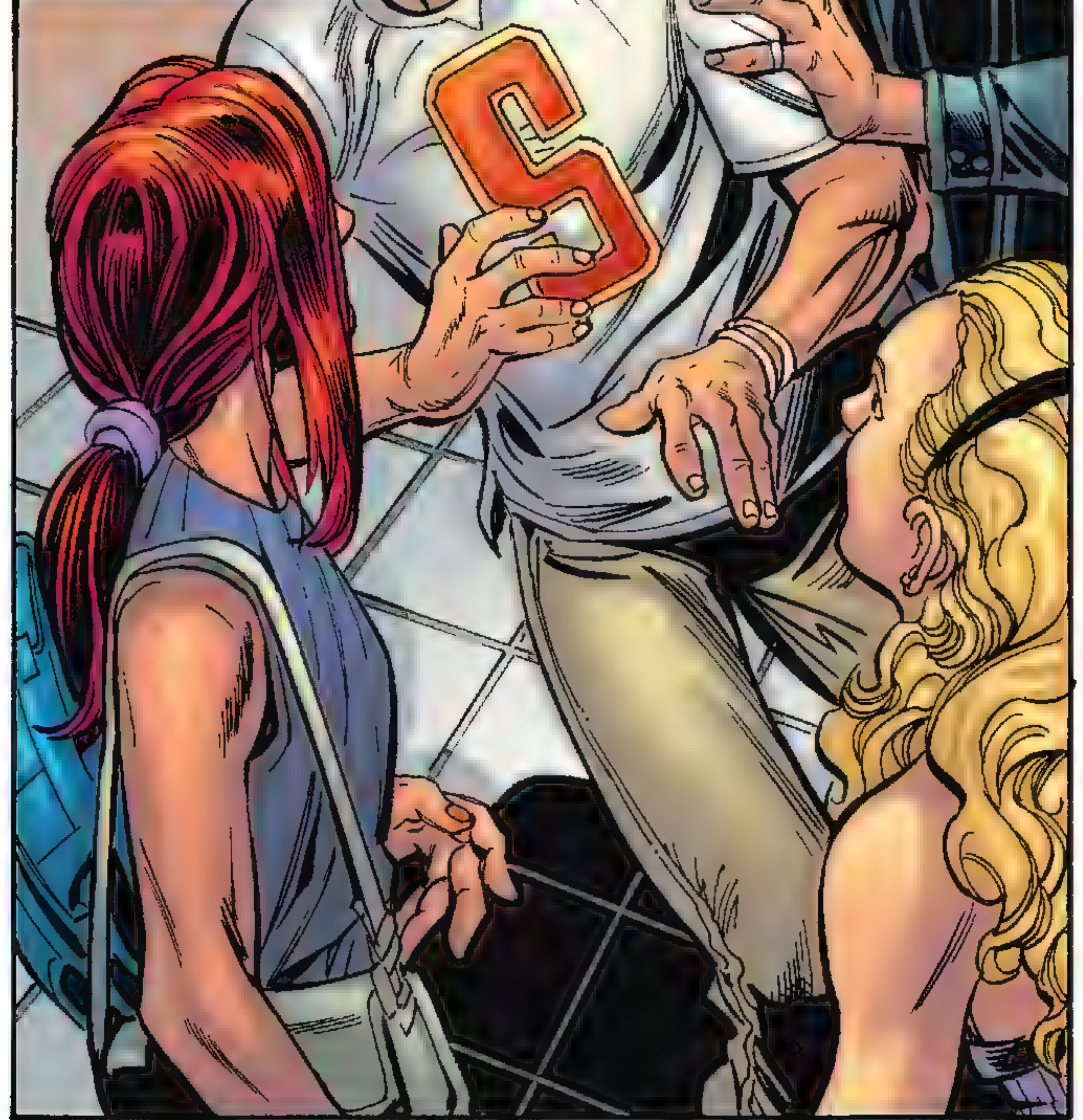
You go sit.



But-- Go, sit.

But-- Sit!

But-- Sit!



I blew it.

He heard me say- he wants to be my buddy or something and he heard me talking about you and he said he was friends with you- and- and I let him come over.

That was my shot with you and I blew it. I just wanted to come over here and apologize.

I'm sorry.



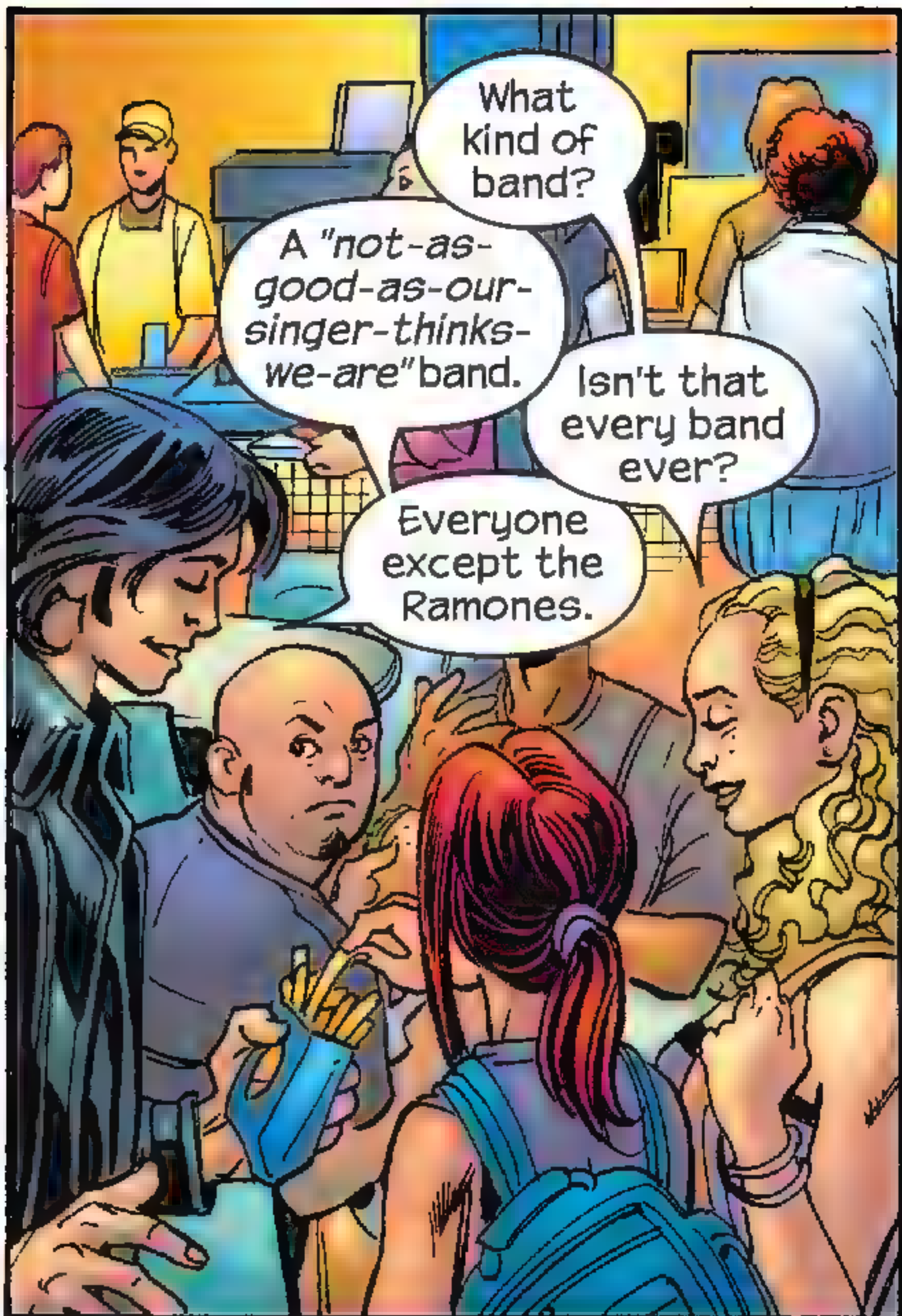
It's okay.



Can I buy you some French fries to make it up to you both? Please?

Waiter?

Thank you.

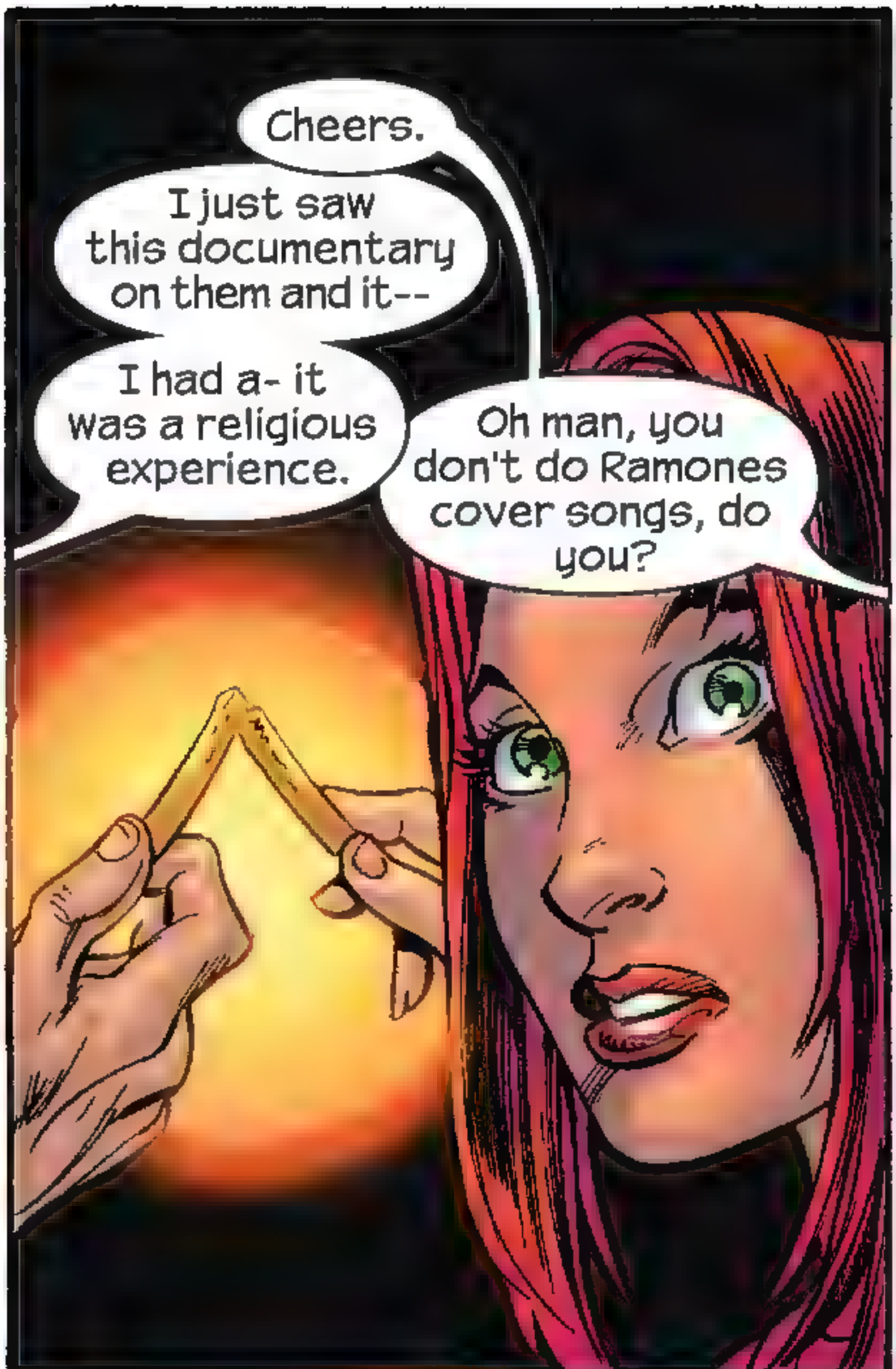


What kind of band?

A "not-as-good-as-our-singer-thinks-we-are" band.

Isn't that every band ever?

Everyone except the Ramones.



Cheers.

I just saw this documentary on them and it--

I had a- it was a religious experience.

Oh man, you don't do Ramones cover songs, do you?

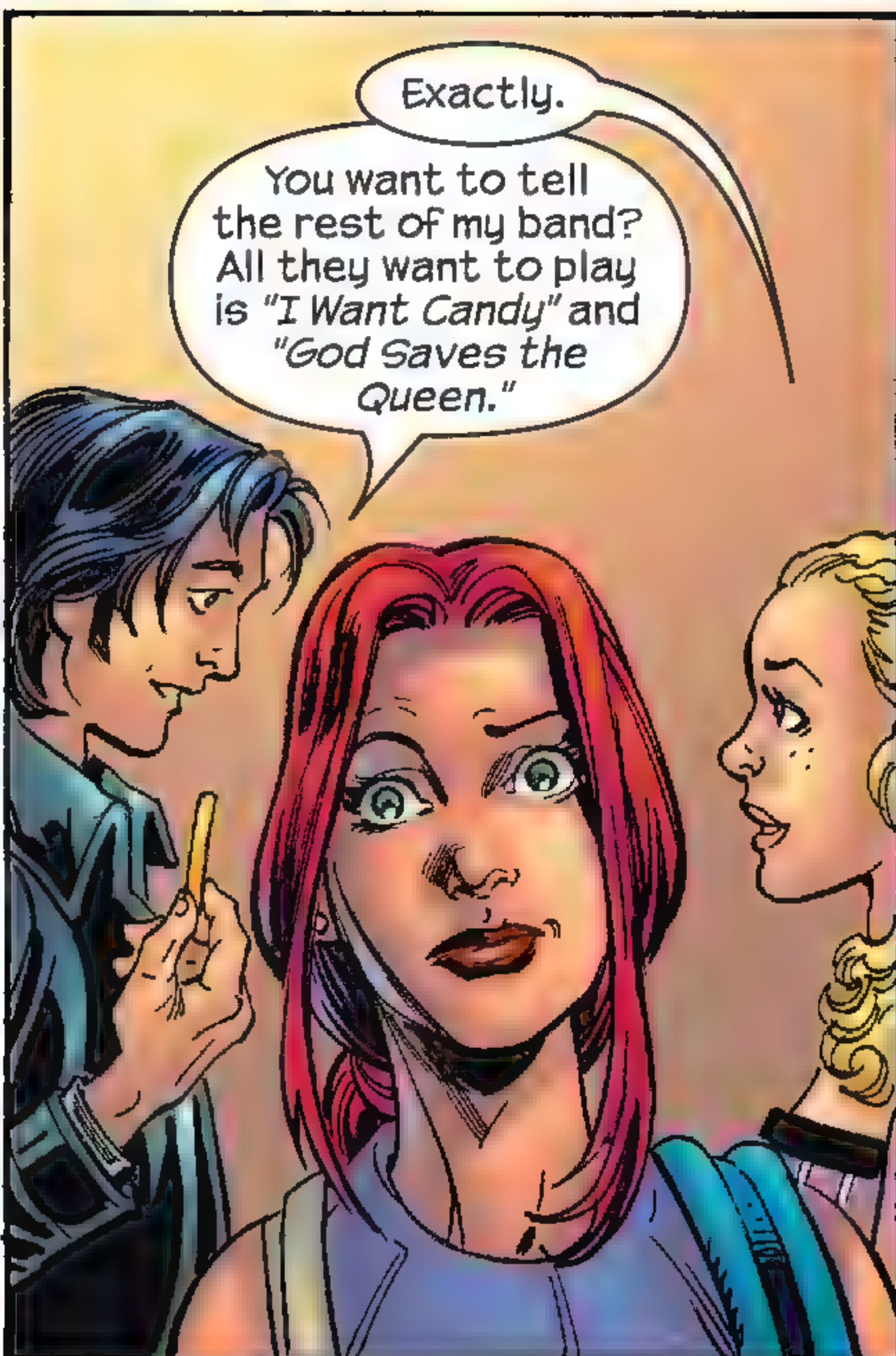


No, that is so- punk bands that do cover songs are lame with a capital lame. It's the opposite of punk.

Exactly.

Covers is anti-punk.

(Is? Are?)



Exactly.

You want to tell the rest of my band? All they want to play is "I Want Candy" and "God Saves the Queen."



Well, our friend here just had a nasty breakup--

Liz!

Everyone **knows** about it. But it is not spoken of publicly.

Liz...

I'm talking to our new--

Stop.



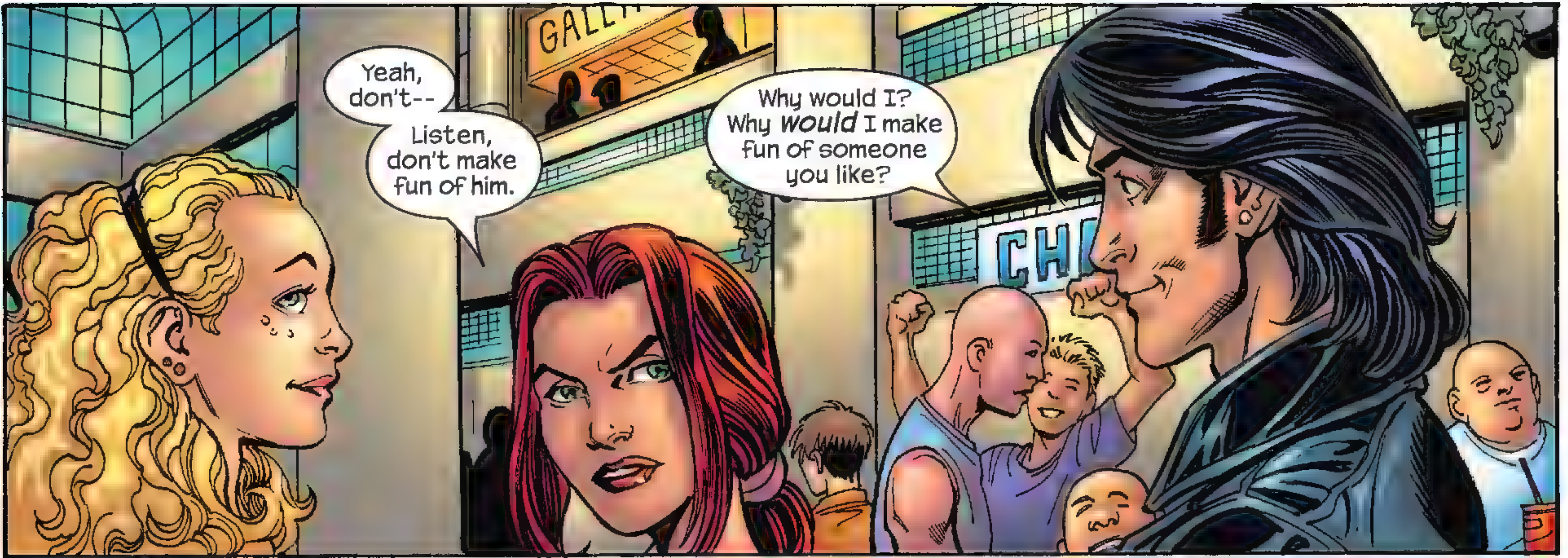
Just trying to explain the storm cloud that forever hangs over this table.



Yeah, I met him.

Panker-Parker.

Parker, right?

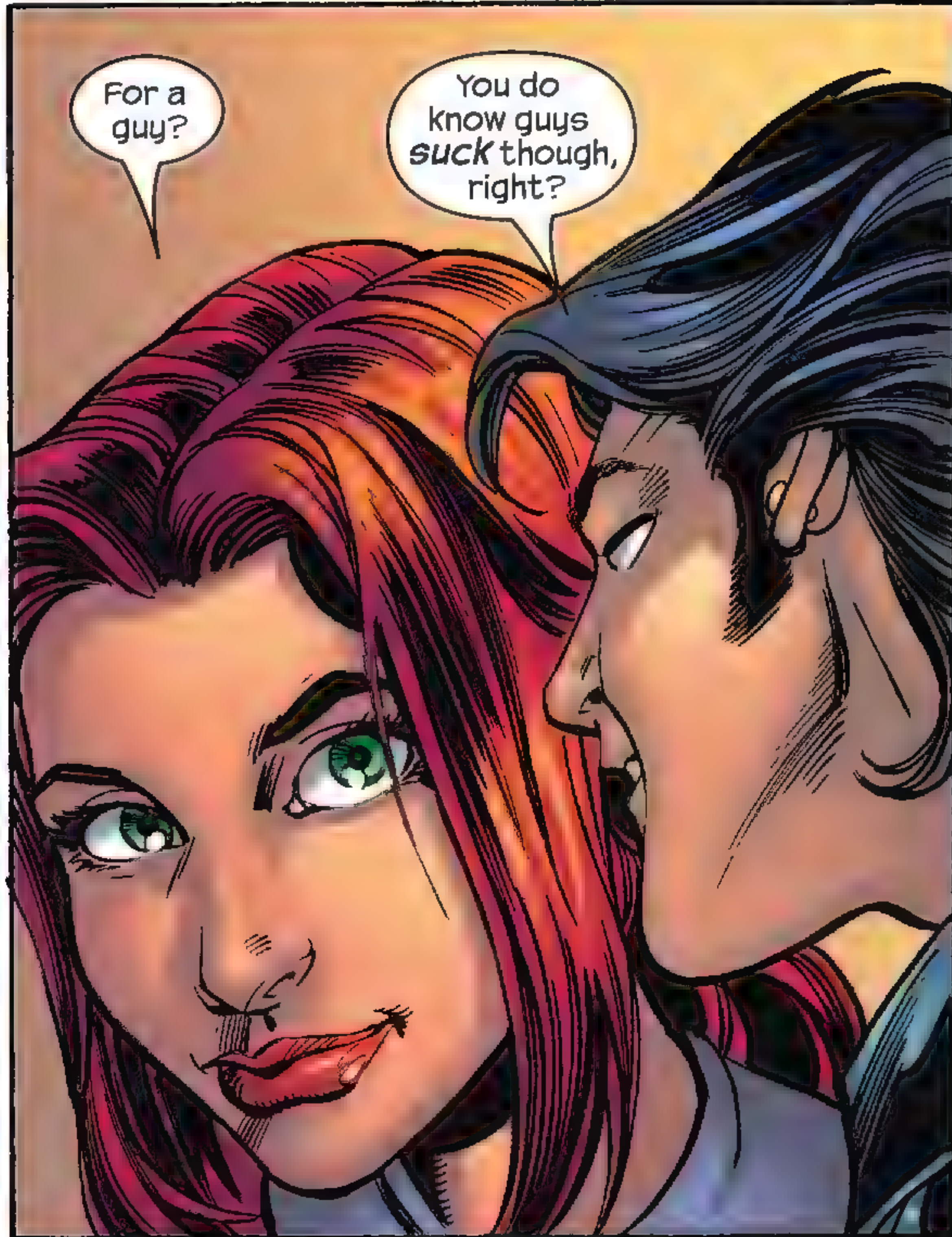


Yeah, don't--
Listen, don't make fun of him.

Why would I?
Why *would* I make fun of someone you like?

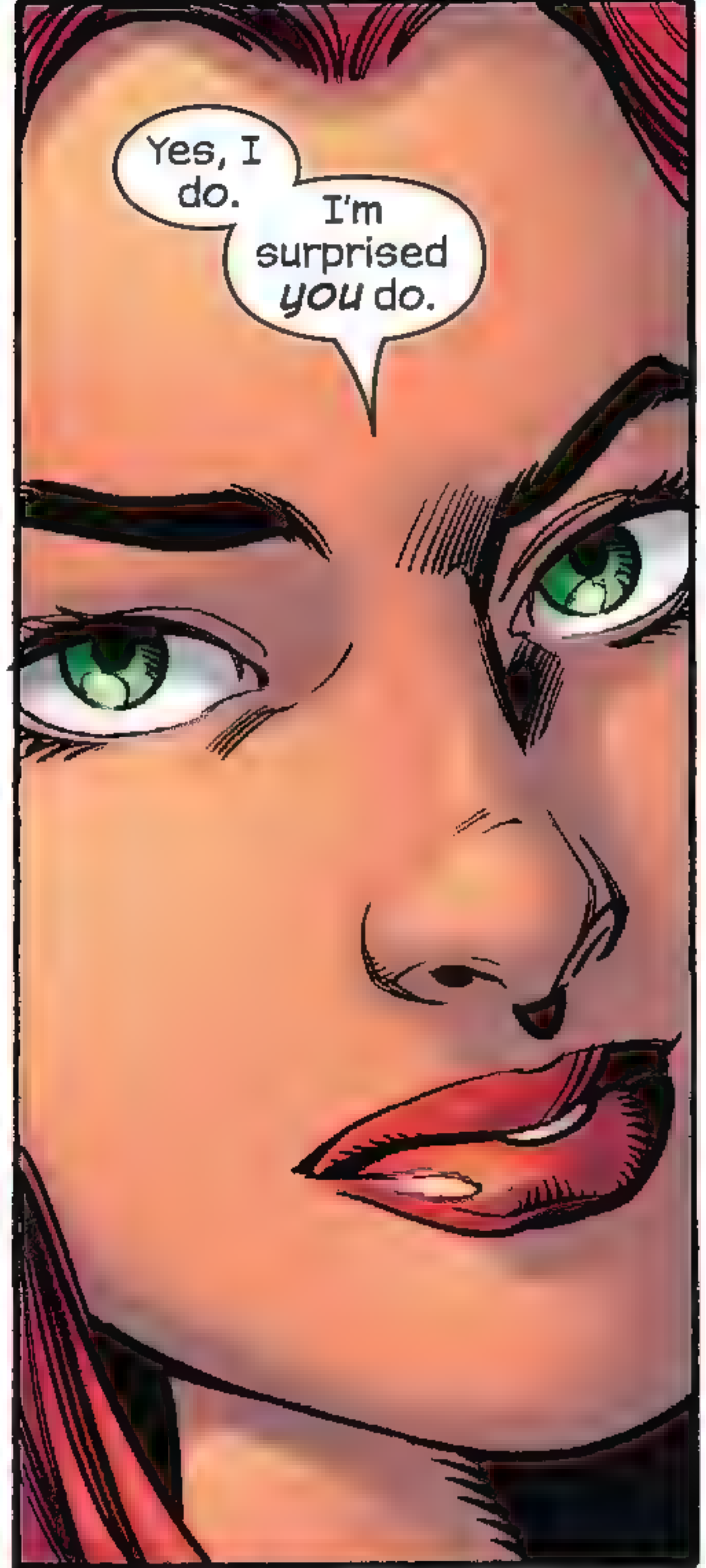


Sure, he's a great guy.
You know, for a guy.



For a guy?

You do know guys *suck* though, right?



Yes, I do.
I'm surprised *you* do.



I'm breaking the man code here, but yes, we know we suck.

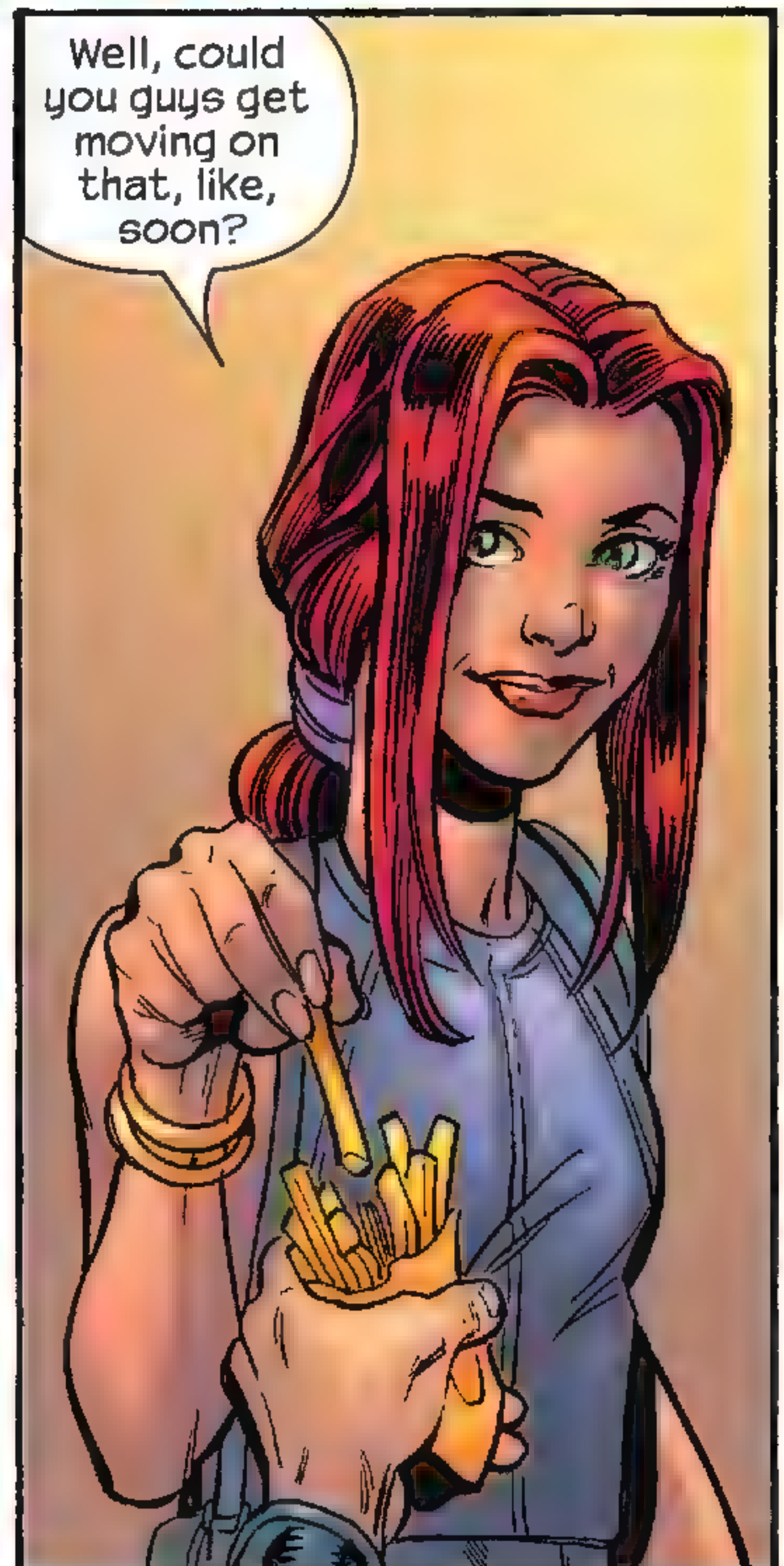
We *do* suck and we *know* we suck.

Ahhah!!
Oprah is right!



But, hey! Good news!

We all got together last week, us guys, and we had a meeting and we agreed to stop sucking sometime in the near or not too distant future.

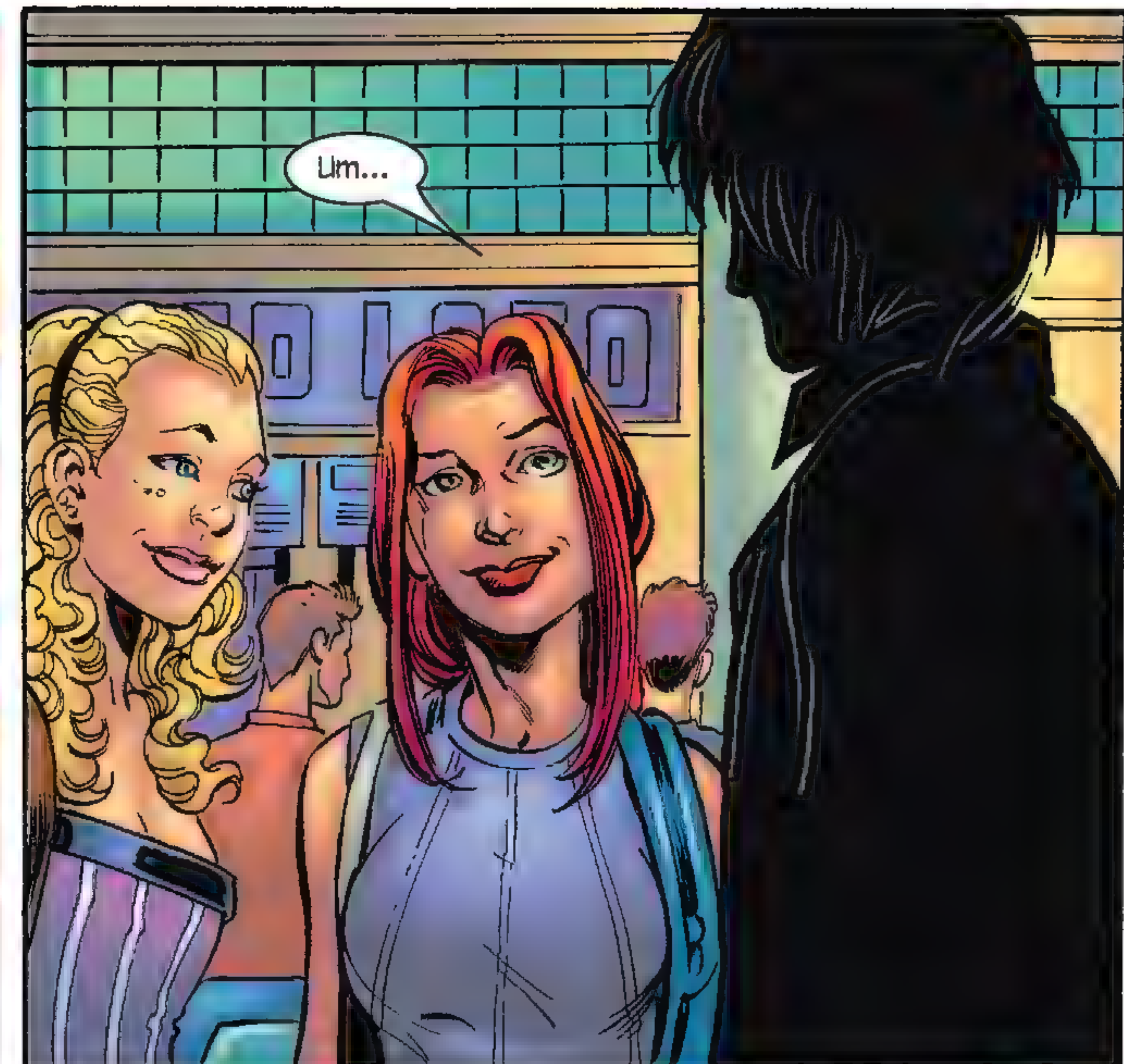


Well, could you guys get moving on that, like, soon?



Yo! Ho!
B- ball!
We gotta
go!

I
gotta
go.



Um...



You know where
The Strand is?

No.
I have
homewo--
We'll
find it.



C'mon!!
We got
practice!!

We have
practice.

Today!

I'm going
to throw him
in traffic.



Hey, should I send Flash
over here to awkwardly invite
you guys to see my band play
tomorrow night? Or should
I do it myself?

I-- Yes.



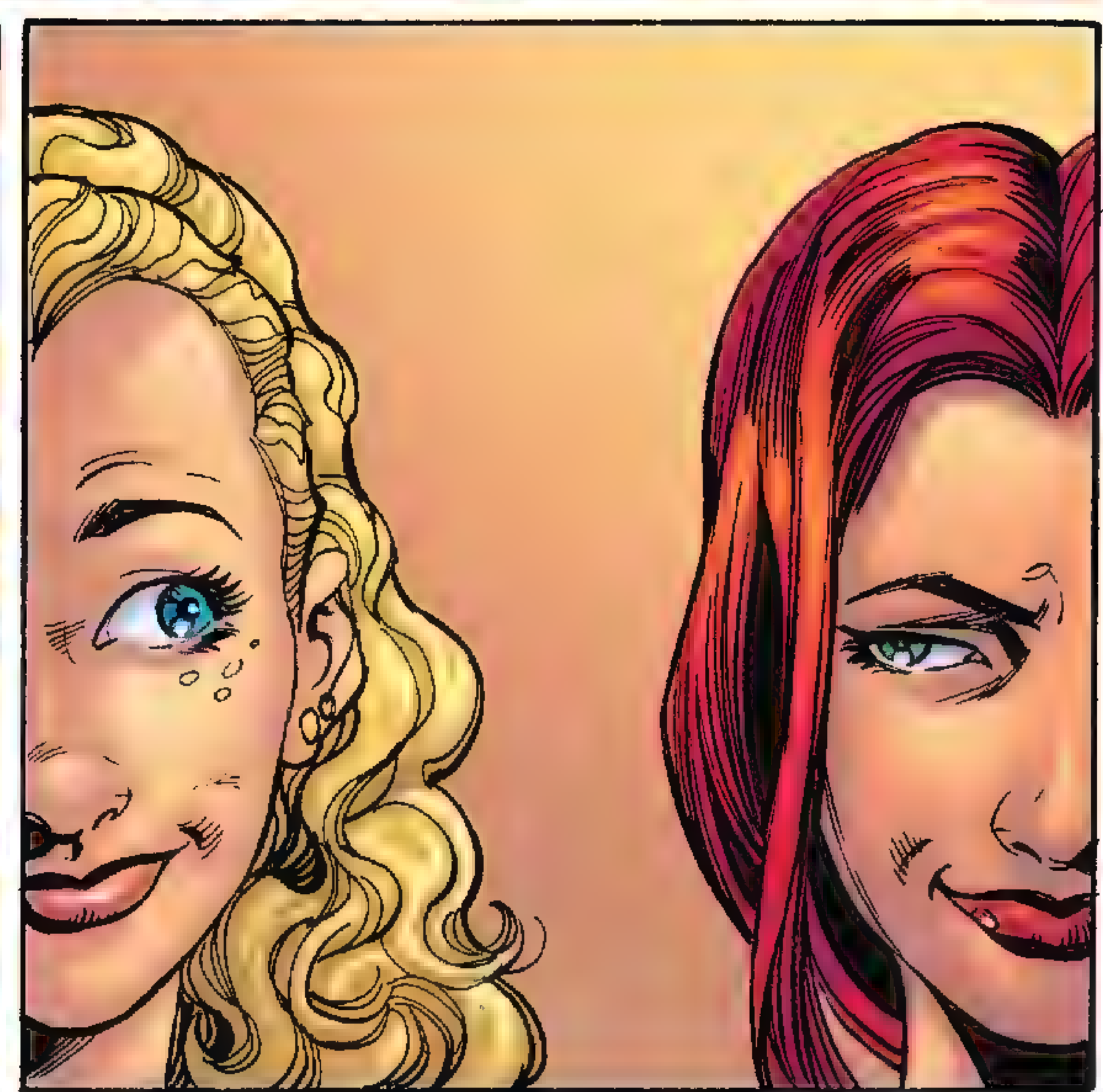
Tomorrow
night at
eight.

Just a fun
night out. You
deserve it.
You've earned
it.

I gotta
go.

I'm sorry
about the whole
thing before with
Flash and--

Okay.



Punk rock
cutie likes
redheads.



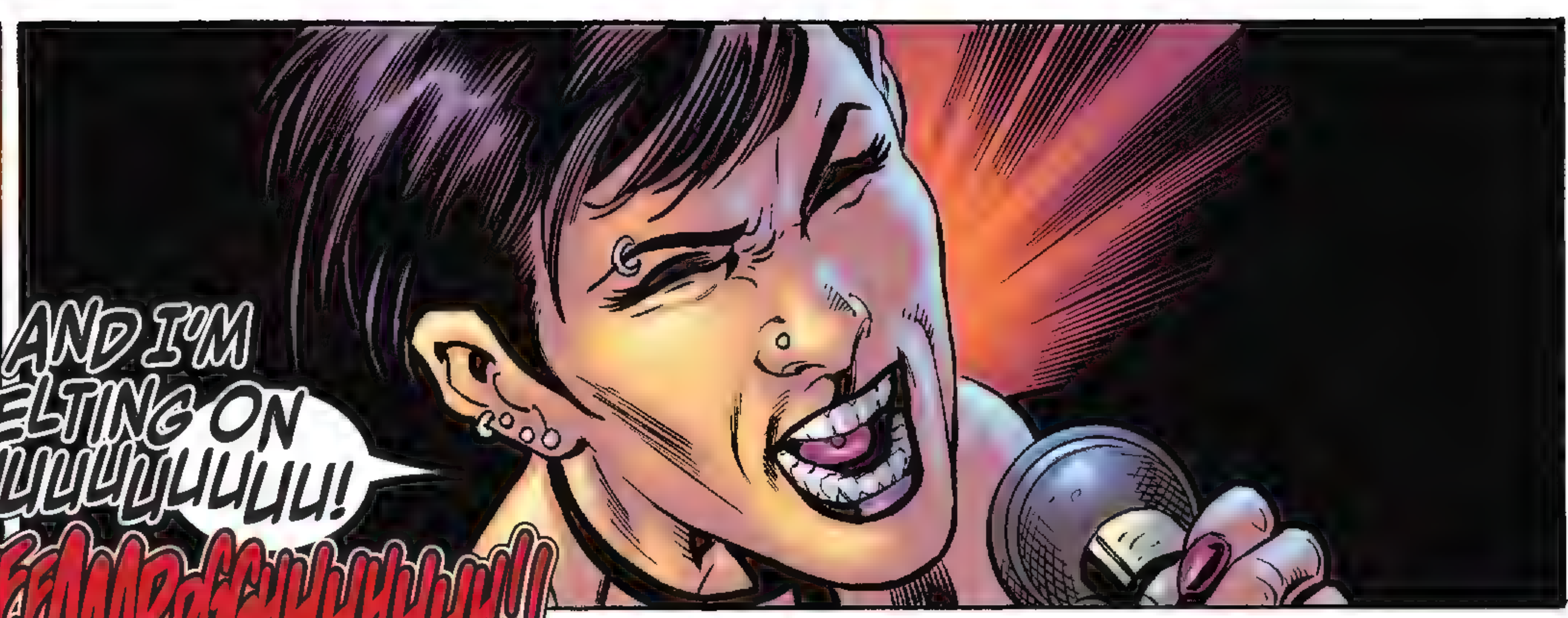
PUNK ROCK
CUTIE!!!

Oy.

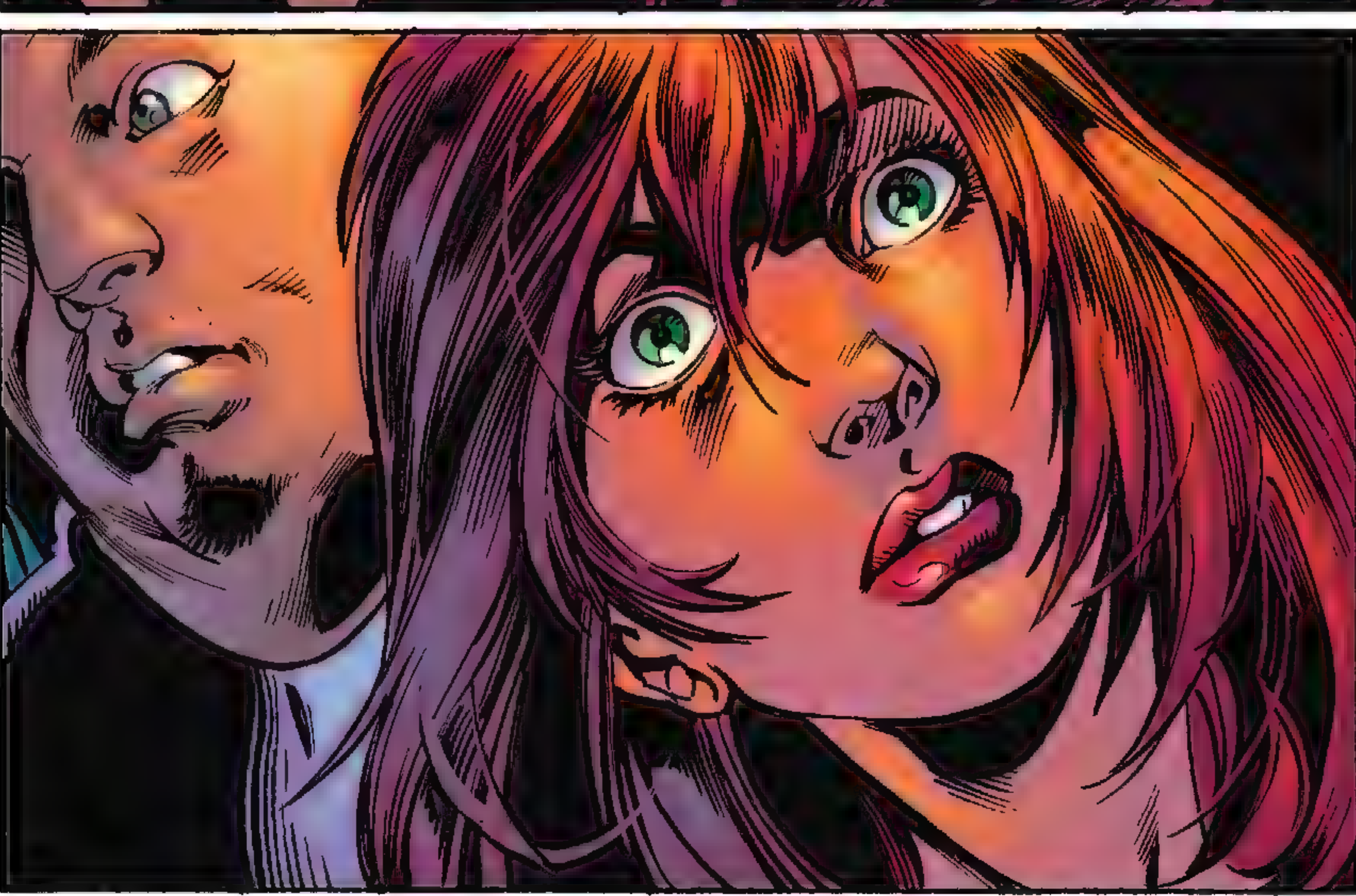


YOU'RE MY MOLTEN
MAAAAAAAAAAANNN!!

AND I'M
MELTING ON
YOUUUUUUUUUU!
YEEAAAAGGGHHHHHHH!!



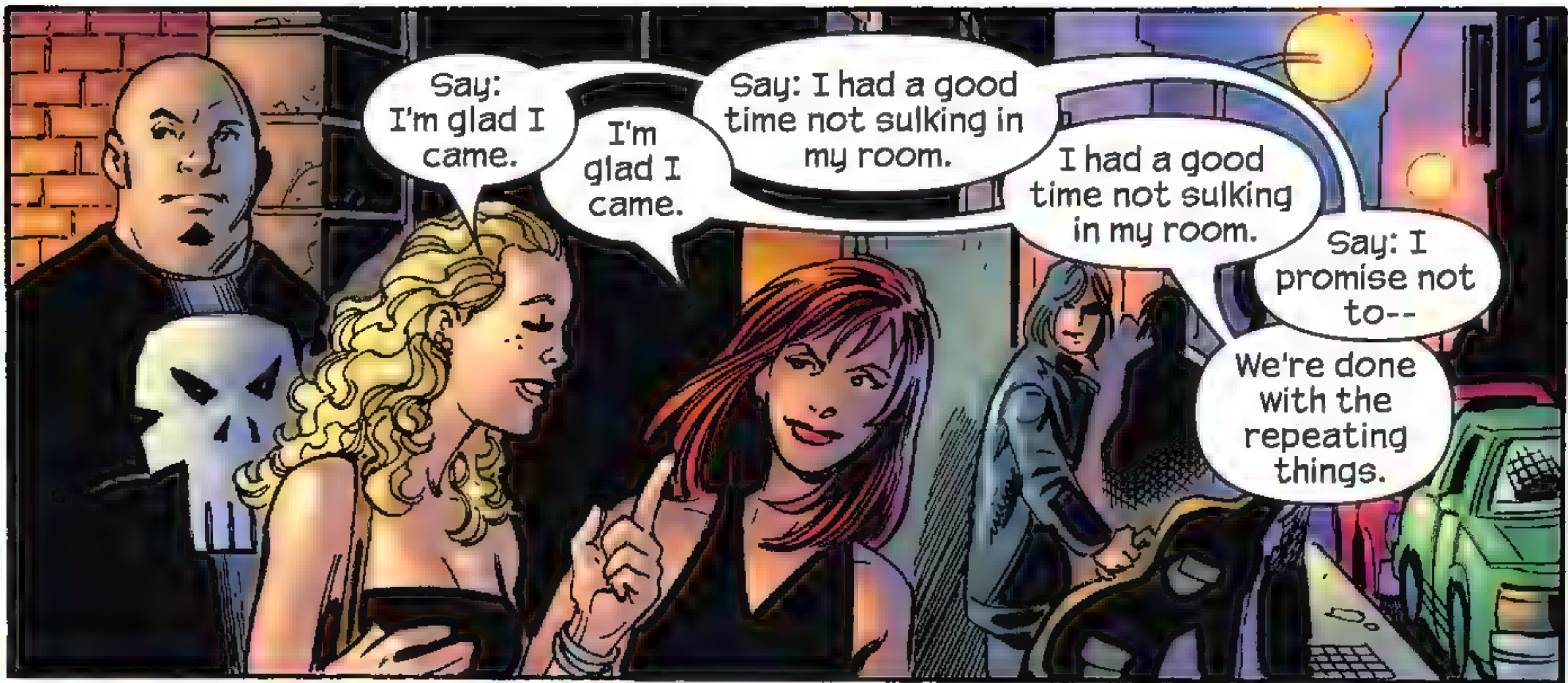
Catchy.



MOLTEN MMMMAAAGGRRGGHH!!



See?
Yes.
Life is happening.
Yes.
Right now.



Say: I'm glad I came.
I'm glad I came.
Say: I had a good time not sulking in my room.
I had a good time not sulking in my room.
Say: I promise not to--
We're done with the repeating things.



Why am I here?
Because we love you, Kenny.
And your car.
(I gotta get in a band.)
Hottie at three o'clock.



Hey!
Hey, you. I saw you in the crowd.
You did?
You were the only one not dancing.
I was trying not to get elbowed in the face.
I'm really glad you came.



Hey, can I give you a ride home?
Oh, I, uh--
Come on...
I--

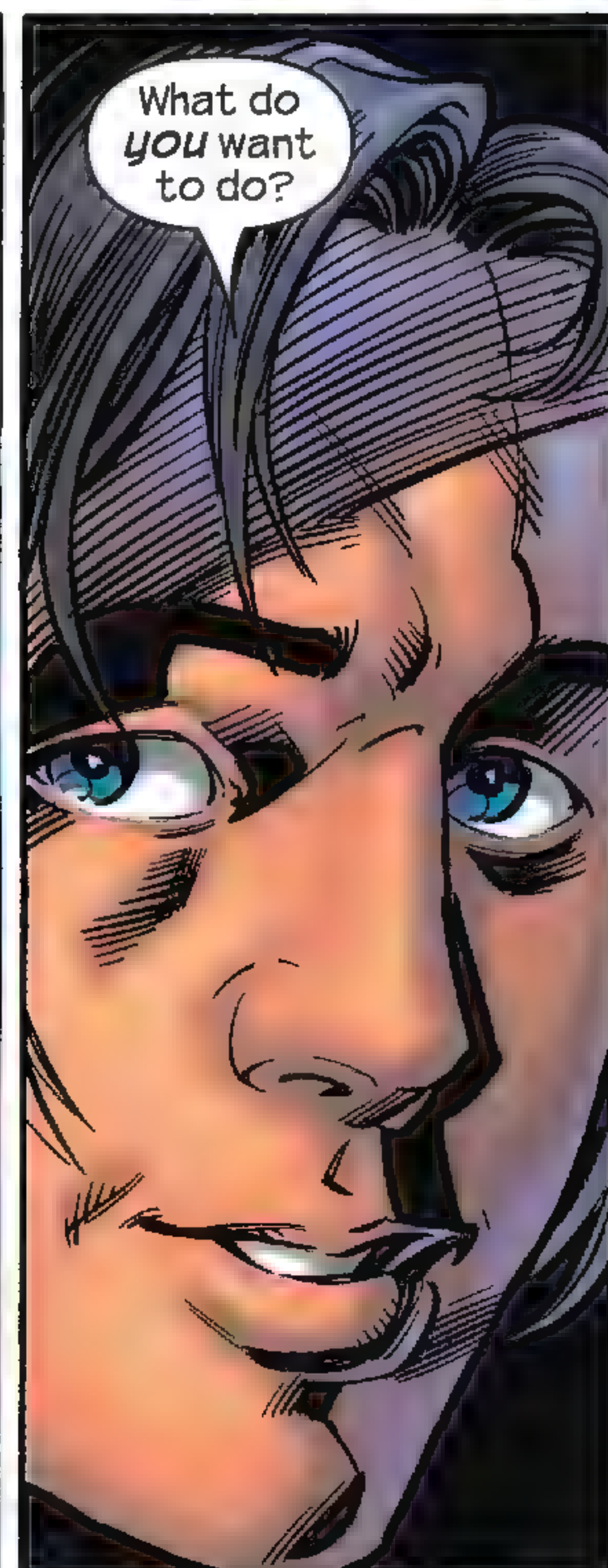
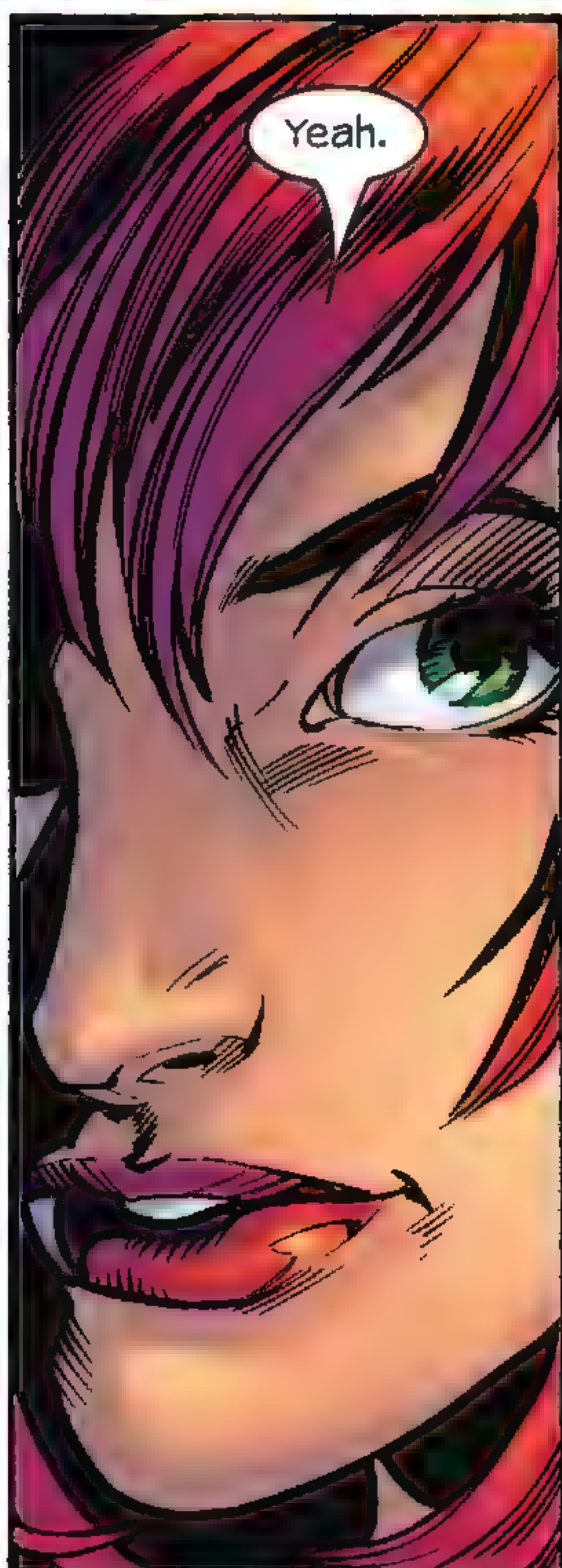
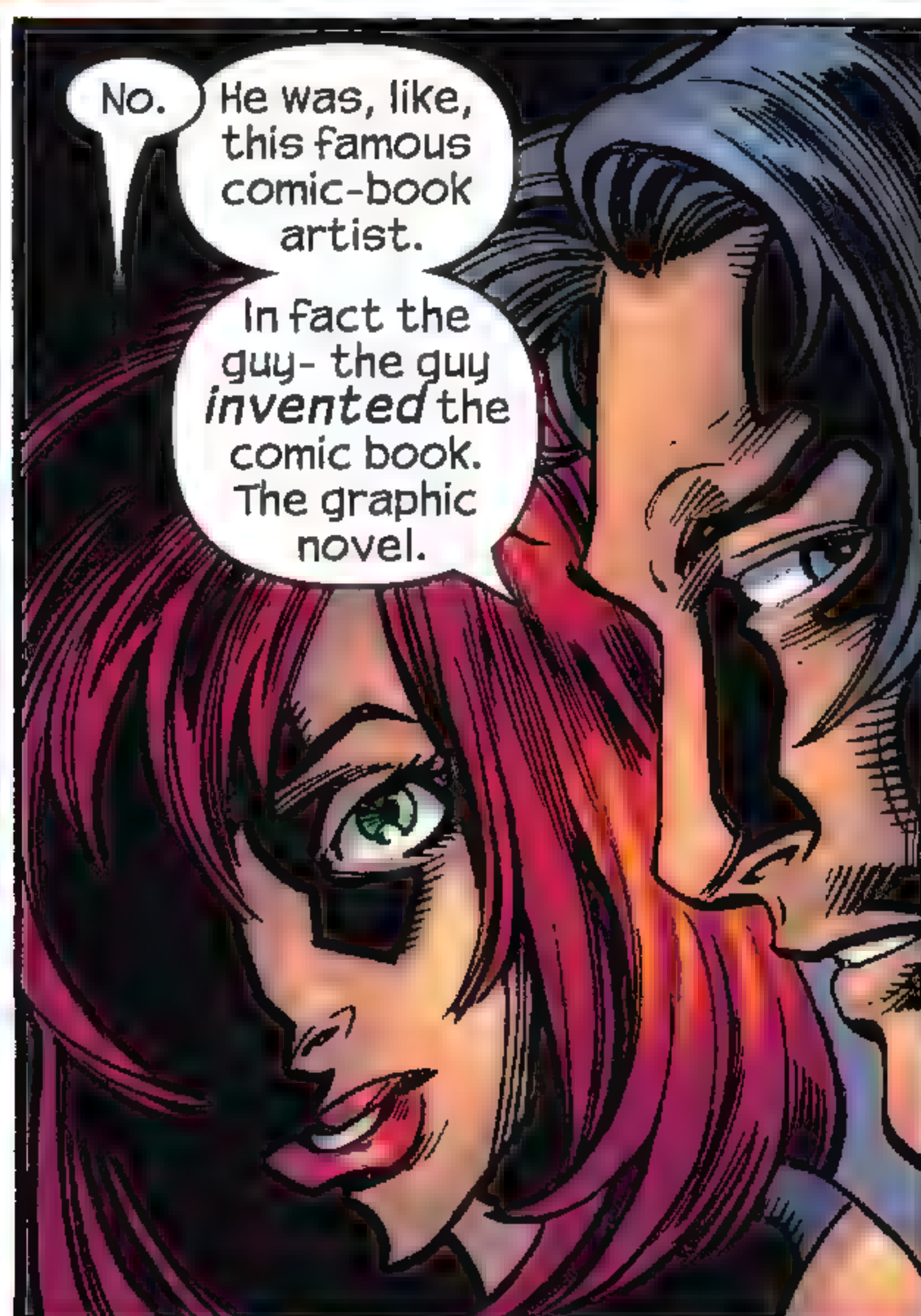


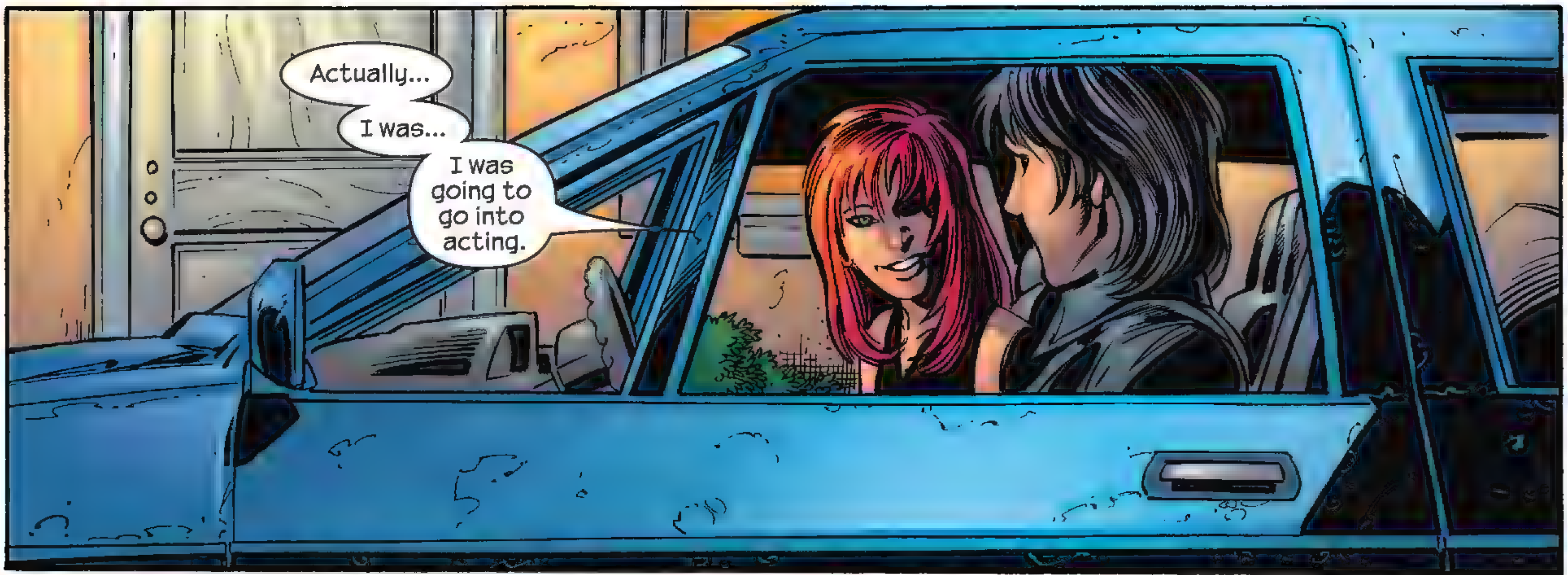
I know you're in the middle of your boyfriend drama. I know.
It's all over your face. I just-as friends.
Friends do that. They give each other rides.



Go! We have a previous engagement.
Oh, *now* I know why I'm here.
Toodleicious!
I gotta get in a band.







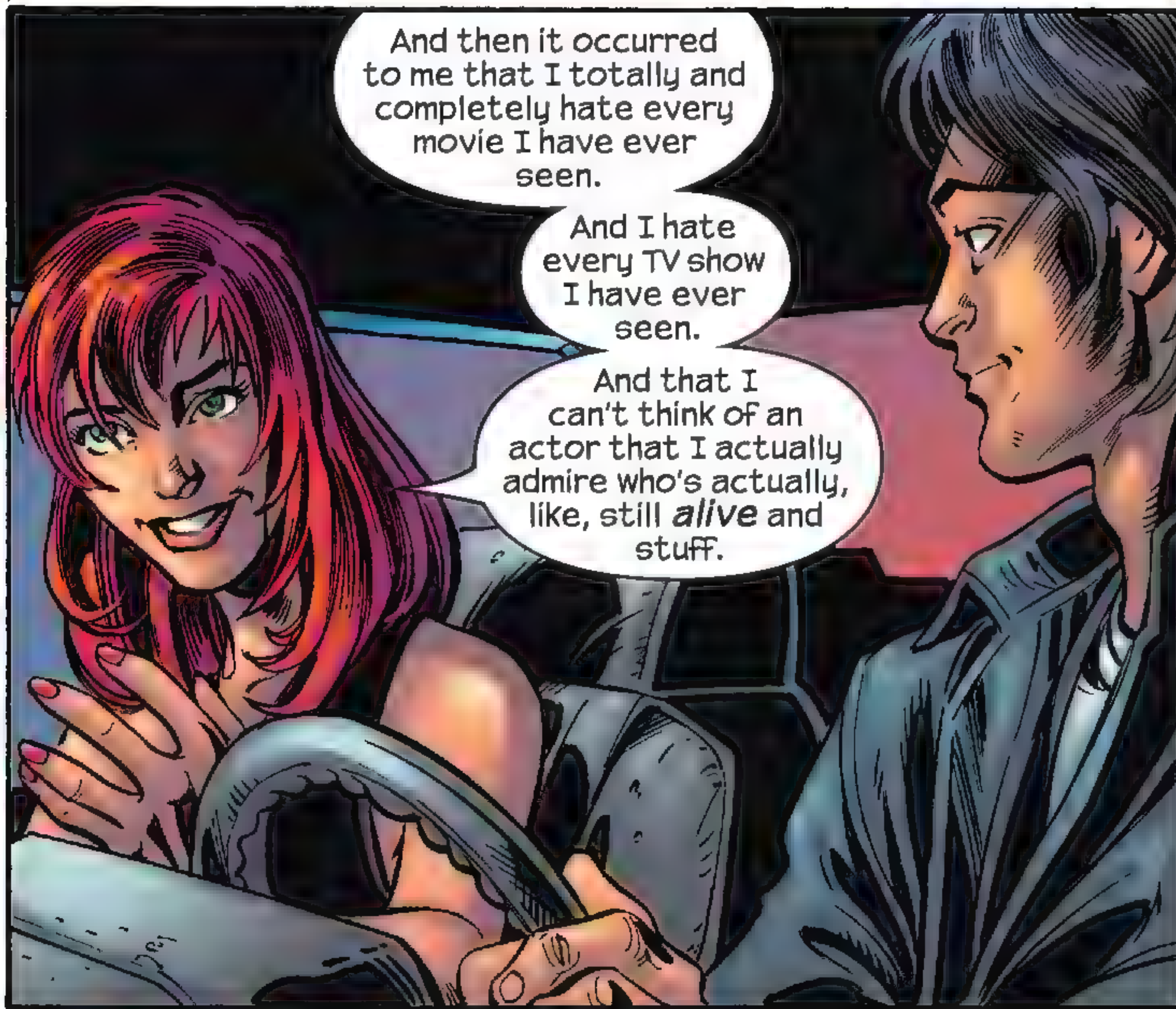
Actually...

I was...

I was going to go into acting.



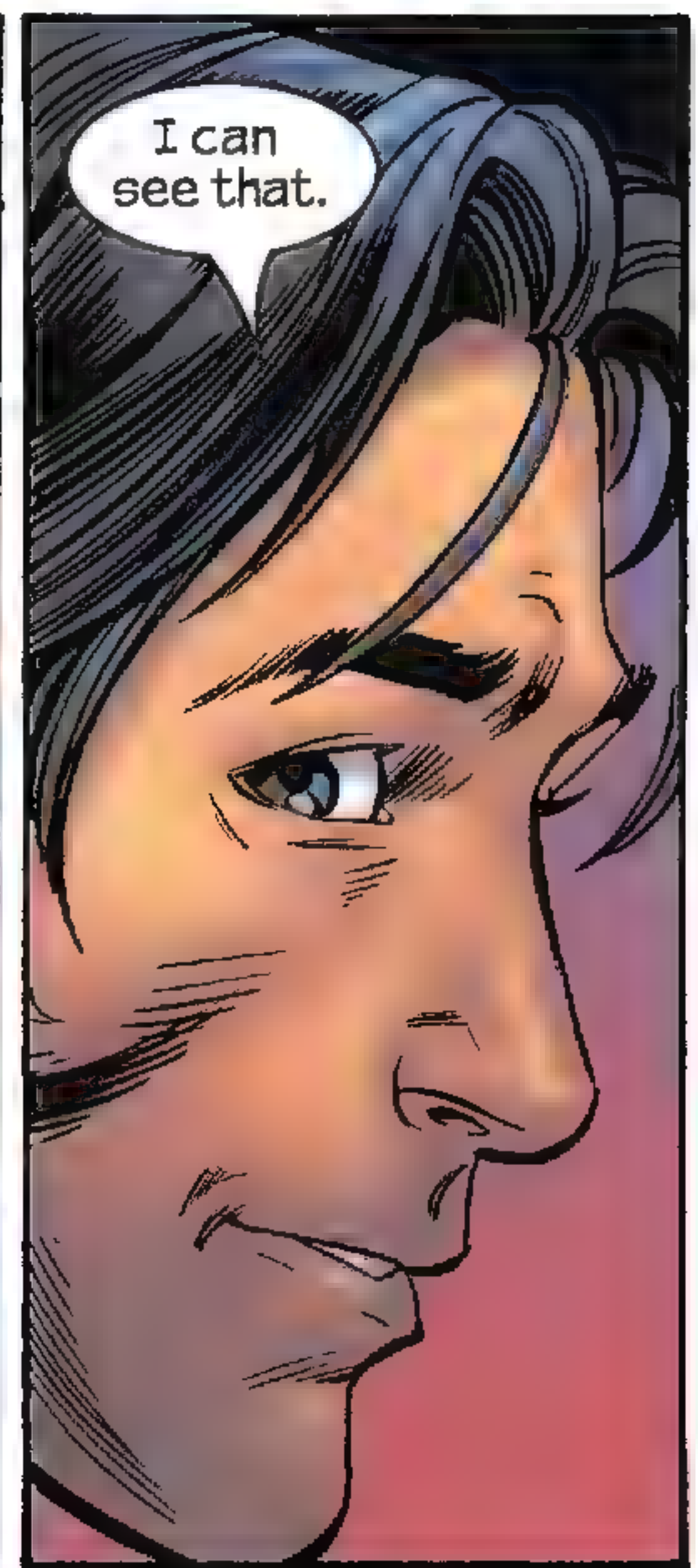
That's cool.



And then it occurred to me that I totally and completely hate every movie I have ever seen.

And I hate every TV show I have ever seen.

And that I can't think of an actor that I actually admire who's actually, like, still *alive* and stuff.



I can see that.



But I do admire teachers.

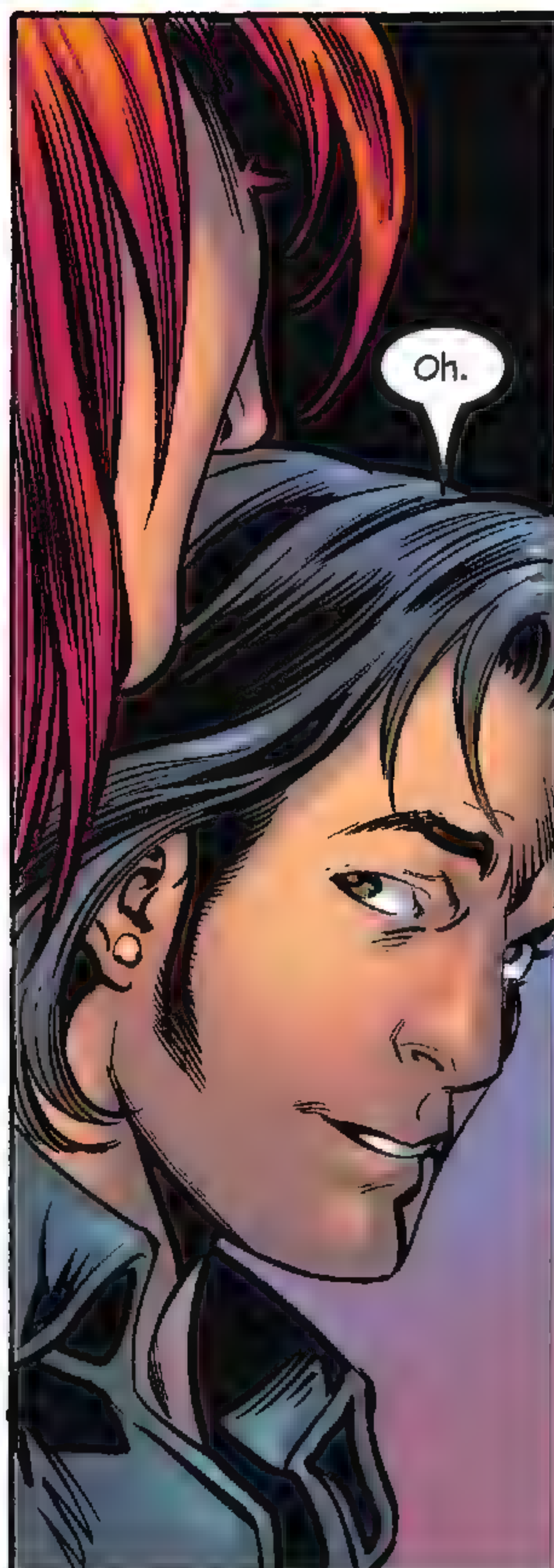
Really? Why?

Good teachers.

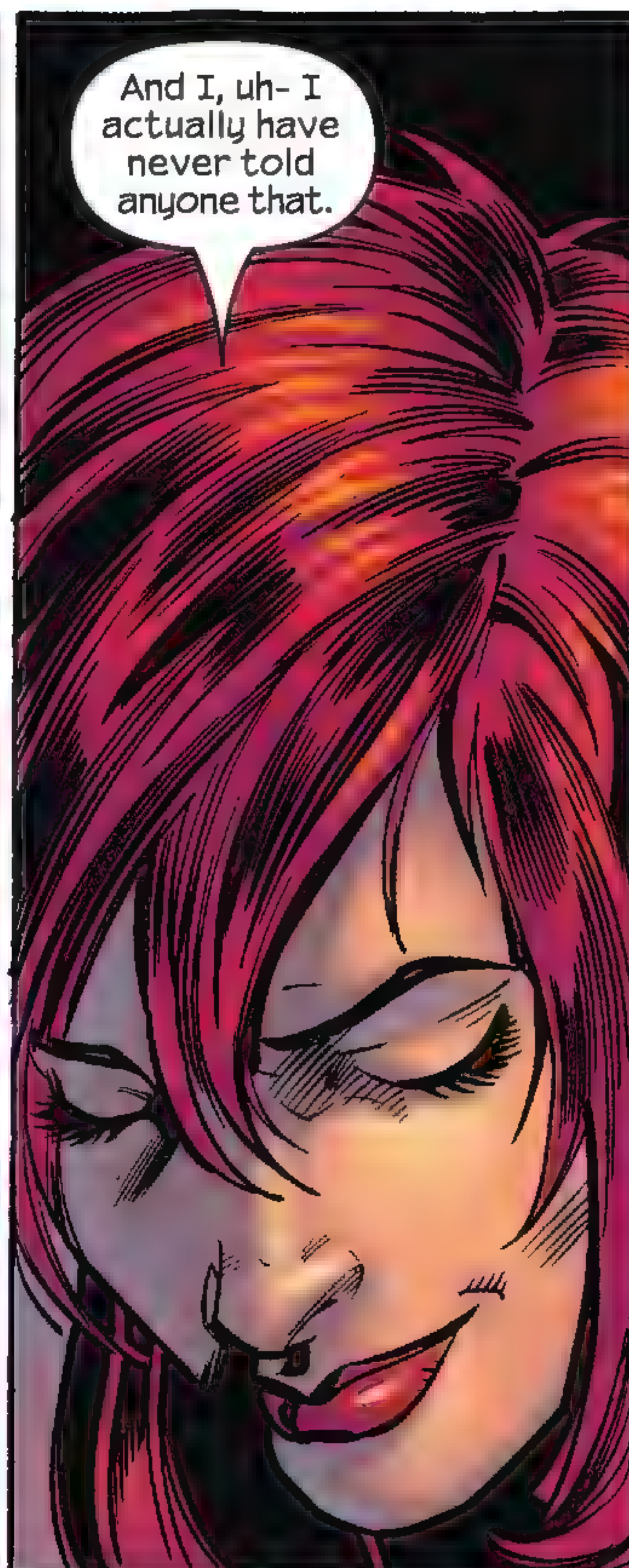
Teachers that care and stuff. We have, like, maybe *one* of those, right?

Maybe. On a good day.

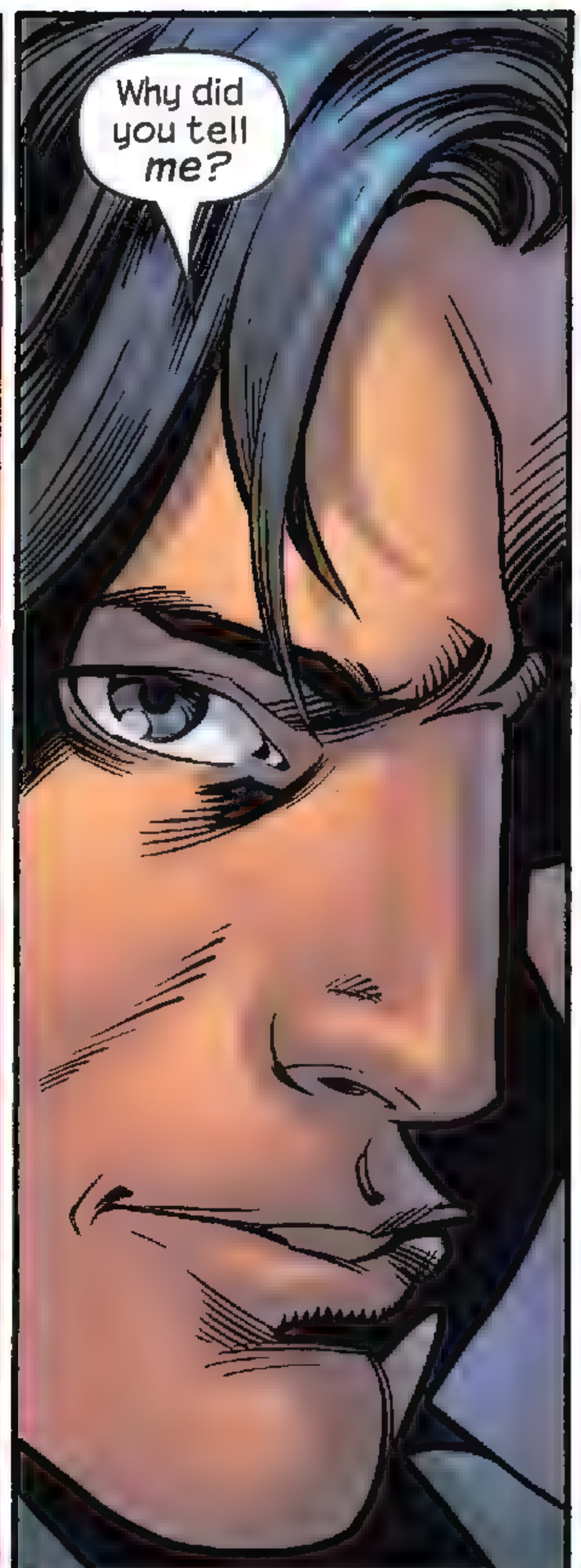
The world needs teachers and I'm going to be one.



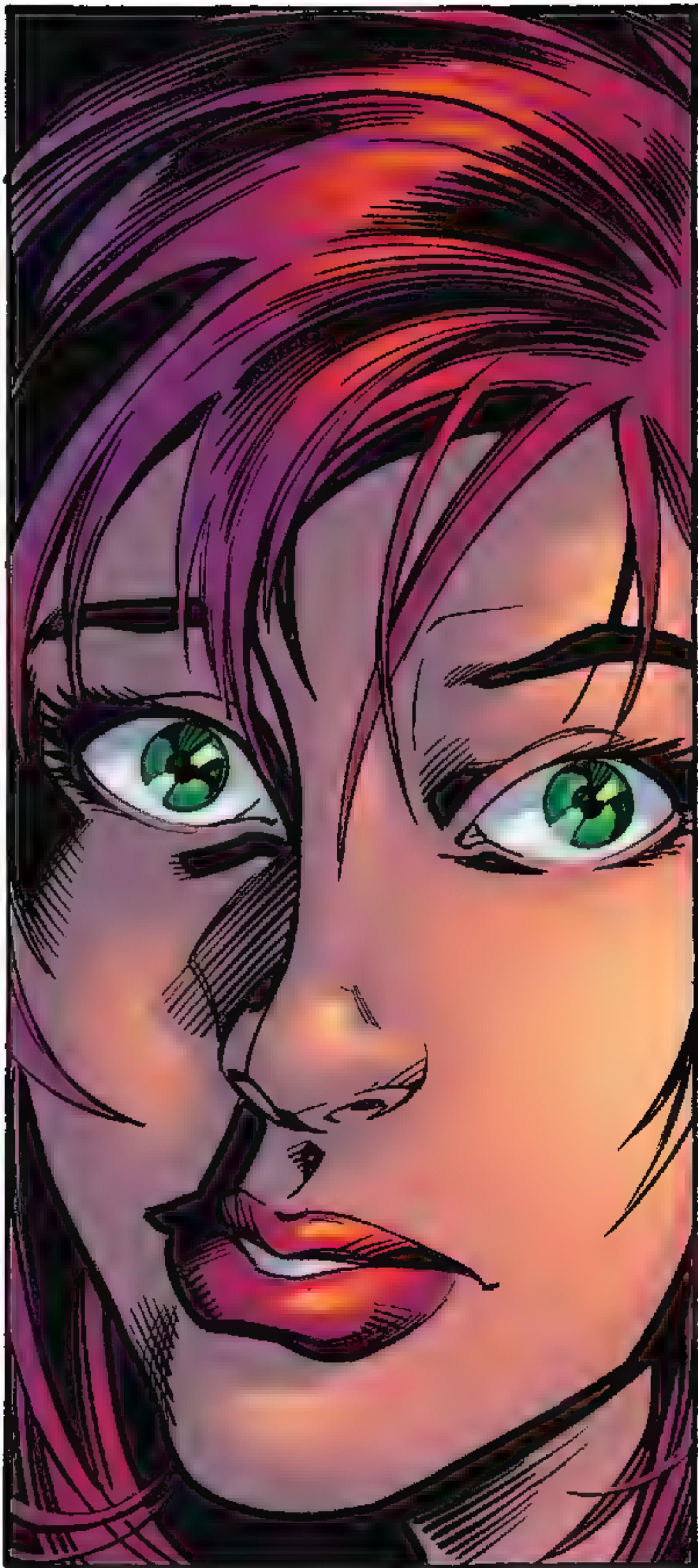
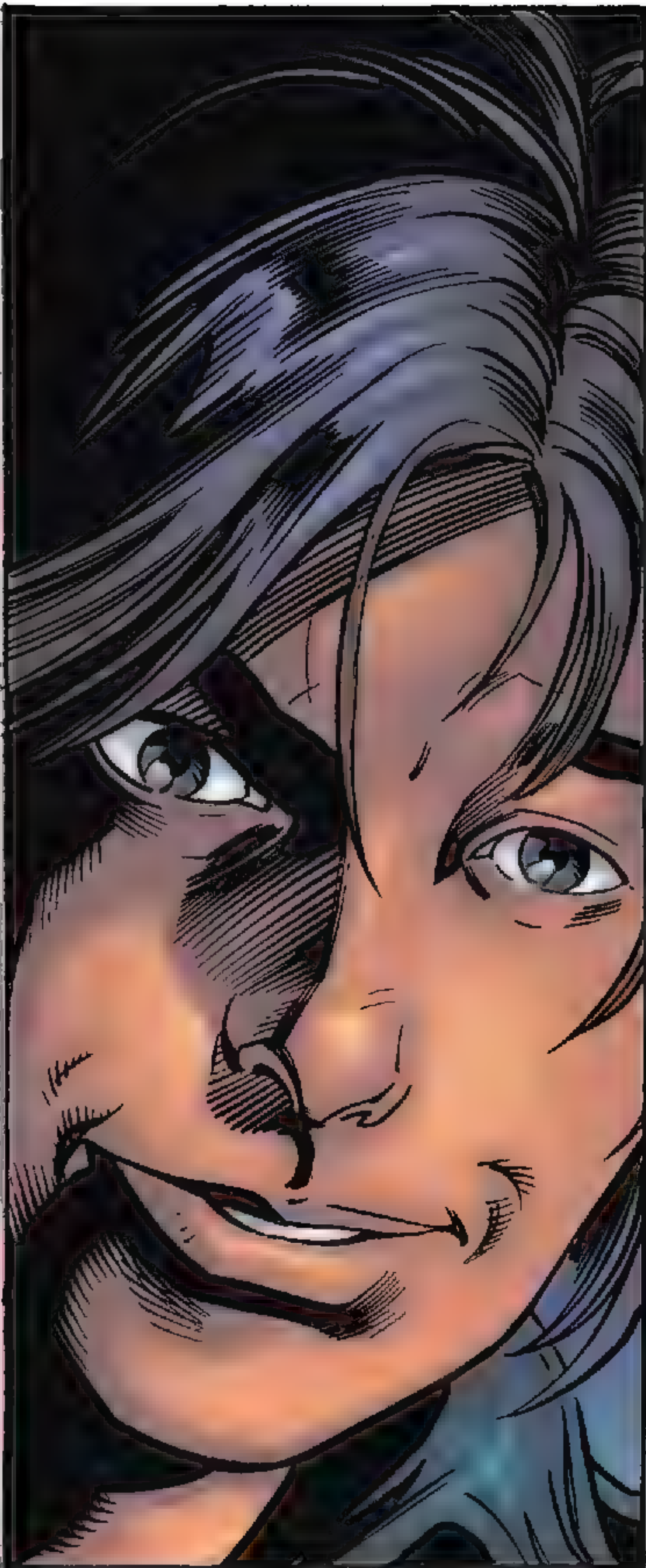
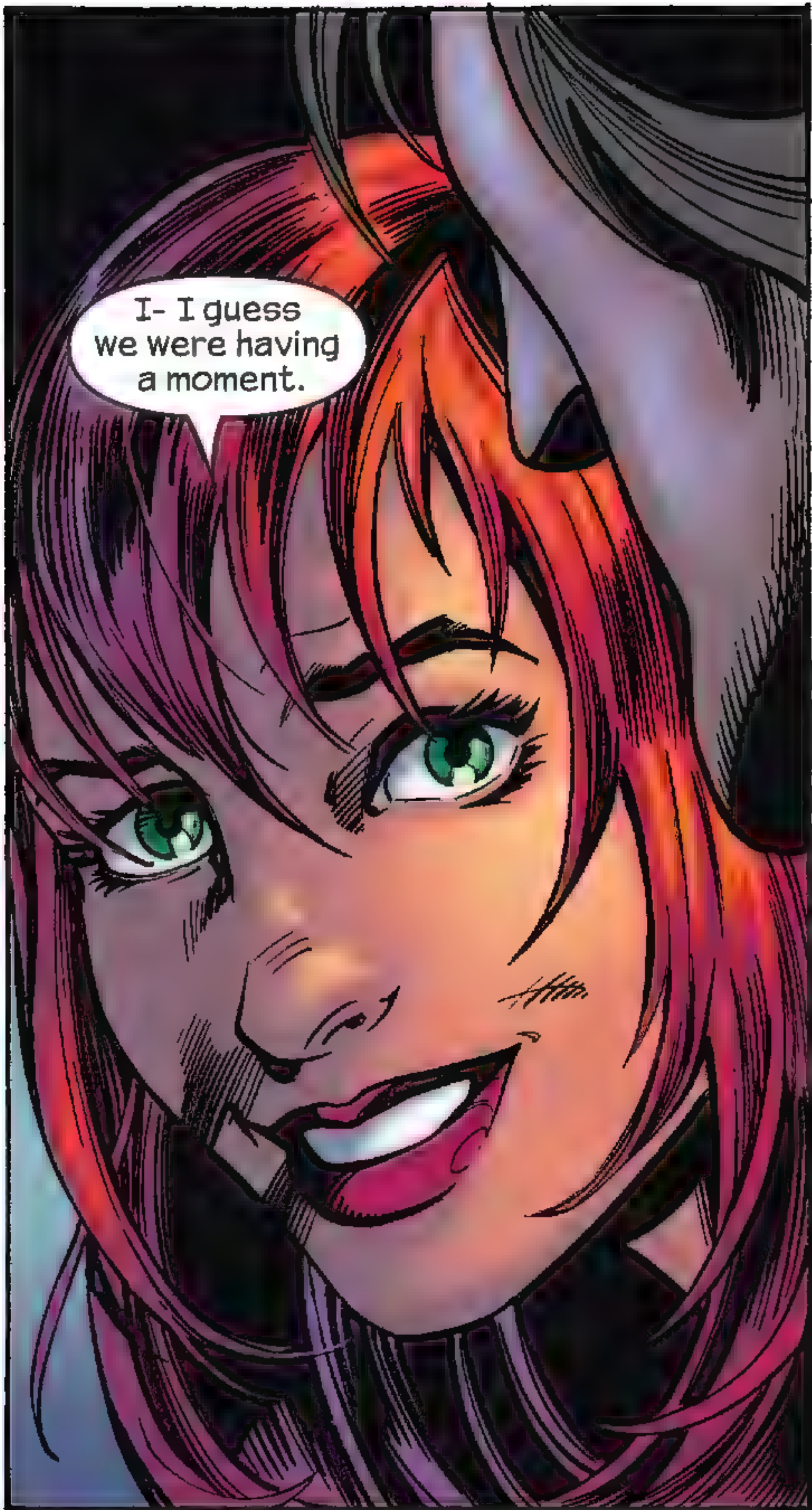
Oh.



And I, uh- I actually have never told anyone that.



Why did you tell me?







I need to *not* be one of those people who just go through life making the same mistakes *over and over*.

Everyone I see in the world...it's the same mistakes over and over.



Thing is- I love him.

I love him so much I can't even think of a way to properly express it to you. You know?



It's in my skin.

I can actually feel it in my skin.



And he hates me now and...I don't care.

His hating me did not affect my feelings for him *at all*.

I love him. I know it.

And you know what? I'm going to earn it back.



I am.

I am going to prove myself worthy of- of his friendship.

I am.

I am going to do it.



Man...

What's so special about this Peter Parker?





Everything.



SON OF THE GOBLIN!

It's the terrifying debut of the Ultimate Hobgoblin as Harry Osborn returns to Midtown High harboring a dark secret that will affect the lives of all those around him — especially his best friend, Peter Parker! And where does Harry's father — Norman Osborn, a.k.a. the Green Goblin — fit into all this?

Collecting **Ultimate Spider-Man #72-78**, written by **Brian Michael Bendis** (New Avengers) and illustrated by **Mark Bagley** (The Pulse).

MARVEL